R4200-1.4

CDE
STOCK OWNERSHIP DIRECTORY

NO. 4
ENERGY

CDE CORPORATE DATA EXCHANGE, INC., NEW YORK

Project Director
Jill Bullitt
Michael Locker

Editor
Stephen Abrecht

Computer Operations
Peter Brooks

Design & Layout
Stephanie Rugoff, dir.
Andrea Blumenfeld

Promotion & Distribution
Margi Trapani, dir.
Lou Gordon

Researchers
Jim Salois, dir.
Robert Fasano
Travis Gering
Deborah Huntington
Emily Koritz

This Directory was produced and published by Corporate Data Exchange, Inc., a non-profit organization, for the educational purposes of its readers. This publication is not to be construed as a solicitation either to buy or sell any of the securities mentioned.

The information herein has been obtained from public and company sources believed to be reliable and accurate. The CDE exercised due care and caution in preparing and producing this Directory but because of the possibility of human and mechanical error its accuracy or completeness is not guaranteed and liability cannot be assumed for correctness of the data herein.

Copyright © 1980 by Corporate Data Exchange, Inc.

All rights reserved. No part of this publication may be reproduced or transmitted in any form or by any means, electronic or mechanical, including photocopy, recording, or any information storage or retrieval system, without permission in writing from the publisher.

Printed in the United States of America

CDE Stock Ownership Series: ISBN 0-917720-00-8
No. 4: ISBN 0-917720-04-0
ISSN 0197-0321

Contents

Preface 5
Guide to the Directory 6
Company Index 7
Abbreviations and Symbols 9

Part One: Energy

Introduction 13
Chart 1: Top 25 U.S. Petroleum Companies 15
Chart 2: Top 48 U.S. Coal Companies 16
Chart 3: Top 30 U.S. Natural Gas Producers 17
Chart 4: Top 20 U.S. Single-State Gas Utilities 17
Chart 5: Top 26 U.S. Interstate Natural Gas Pipelines 18
Chart 6: Top 40 U.S. Electric Utilities 19
Chart 7: 36 Major Nuclear-Related Companies 20

Part Two: Company Profiles

Introduction 23
How to Read a Stockholder Profile 25
Full-Page Profiles—131 Companies 27
Control Chart Profiles—11 Companies 192

Part Three: Indexes

Index to Top Five Stockholders 195
Index to Legal Counsels/Washington Reps 207
Index to Investment Banks 213
Index to Accountants 216

CORPORATE DATA EXCHANGE, INC.

Corporate Data Exchange, Inc. (CDE) is an independent tax-exempt research organization formed in 1975 to investigate economic concentration and corporate control. In addition to publishing the Stock Ownership Directory series, CDE maintains a data base on industries and companies to answer specific requests from public interest groups, trade unions, government agencies, and other organizations. Since its inception, CDE has provided information to such organizations as the National Council of Churches, the AFL-CIO, the U.N. Center on Transnational Corporations, and congressional committees.

The following publications are available from CDE:

STOCK OWNERSHIP DIRECTORY SERIES

No. 1 Transportation (1976; 336 pages). Profiles of 176 companies from eight transport sectors: railroads, motor carriers (freight & passenger), airlines, natural gas pipelines, freight forwarders and water carriers. Includes extensive introductions and statistical data for each sector.

No. 2 Agribusiness (1978; 250 pages). Profiles of the 222 largest companies active in farm inputs, food processing and food distribution. Includes hard-to-find statistical data on business lines, foreign operations and concentration.

No. 3 Banking & Finance (1980; 250 pages). Profiles of 240 companies in eight financial industries: commercial banks, investment banks, life insurance, savings and loans, savings banks, property/casualty insurance, finance companies and investment advisors. Also includes ranking charts for each industry.

No. 4 Energy (1980; 250 pages). Profiles of the 142 leading companies active in natural gas, oil, coal, nuclear and electric utilities. Ranking charts for each field plus figures on concentration.

Fortune 500 (December 1980; 500 pages). Stockholder profiles of the largest companies in the United States, whose combined sales account for over three-fourths of all manufacturing revenues.

The CDE industry series will continue with **Defense**, **Communications** and **Health Care**. Each volume will be updated at least every four years and more frequently if there is sufficient interest.

HANDBOOK SERIES

Pension Fund Investments (1979; 125 pages). The most comprehensive survey to date of stock investments made by public and private U.S. pension plans. The holdings of 142 plans in 99 "target" companies which met one or more of four criteria: predominantly non-union, OSHA violators, EEO violators, and major investors or lenders to South Africa.

U.S. Bank Loans to South Africa (1978; 50 pages). Data on all identifiable U.S. bank loans to South Africa, including Ex-Im financing, from 1972-mid 1978. Includes loans made by 100 banks, introduction, charts and tables.

Banking & Finance (April 1980; 60 pages). A primer on the structure and concentration of banking and seven other financial industries. Includes summary data from the corresponding stock ownership directory and ranking tables of the 240 companies as well as other statistical material.

SERVICES

Stock Ownership Profiles from the CDE Data Bank (on request). Photocopies of previously published company profiles are available. Inquire for complete list. Special stockholder profiles on individual public corporations can be compiled upon request. The entire CDE company profile data bank is also available on computer tape.

TERMS

Please inquire for all prices. Special discounts are available to low-budget non-profit organizations.

Preface

This Directory is a unique reference guide to the nation's leading energy companies. In it, CDE profiles the largest stockholders of 142 companies, 131 of which sell their stock to the public.

This volume is the fourth in CDE's Stock Ownership Directory Series. Each volume presents accurate and detailed information on the principal stockholders of major U.S. corporations within a specific industry or economic sector. Future directories will cover the Fortune 500 Industrials and the Defense Industry.

Readers of our past directories will notice a significant change in the company profiles. In this Directory, the principal stockholders are ranked according to ***investment authority***, rather than by voting power (see Part Two).

Additional company and industry data is currently being compiled by CDE for a forthcoming book on the energy industry.

Every effort has been made to guarantee the accuracy of the data. Invariably, some errors will occur in such a comprehensive compilation. We urge readers to call these to our attention and welcome suggestions about how to make our directories more useful.

Many individuals and organizations made significant contributions to this study, particularly in the identification of the largest companies in each energy industry. We are particularly indebted to Bethany Weidner, Vic Reinemer of the American Public Power Association, and Mark Hertsgaard of the Institute for Policy Studies, for their expert advice and assistance throughout the course of the research. We would also like to extend thanks to the librarians at the Business Division of the Brooklyn Public Library.

This study was made possible through grants from the United Presbyterian Church, United Methodist Church, CR Fund and Scally I Fund of the Youth Project, Sunrise Fund of the Youth Project arranged by David Hunter, executive director of the Stern Fund, W.H. and Carol Bernstein Ferry, Fund for Tomorrow, Institute for Policy Studies, and the Musicians United For Safe Energy.

The Editor

Guide to the Directory

This Directory consists of three parts. The first outlines the method for selecting the 142 companies profiled in the Directory. It also includes charts that rank each company within its industry. Part Two presents full profiles of the 131 firms which are public U.S. corporations. Each profile ranks the principal stockholders and identifies key institutional relationships. These public companies are listed throughout the Directory in UPPER CASE letters. A Control Chart follows these full profiles and identifies the major shareholders and institutional relationships for the 11 remaining firms. These companies, which appear in the Directory in Upper/Lower Case letters, include tightly-held and private corporations. Part Three contains four indexes from the company profile data. Unless otherwise noted all stock ownership data is for the first quarter of 1979.

The following abstract will help the user become more familiar with the Directory.

PRELIMINARIES

Company Index

- Indicates the page on which the company profile appears in Part Two and the ranking charts in which the company appears in Part One.

Abbreviations and Symbols

PART ONE: ENERGY

- Explanation of the criteria used to select the 142 major companies.
- Seven charts ranking the largest companies in each energy industry and providing select financial and operating data on each company.

PART TWO: COMPANY PROFILES

Complete Profiles of 131 Public U.S. Corporations

- Principal stockholders ranked according to their investment power.
- Commonly-controlled holders, such as investment companies and insurance companies, grouped under one complex.
- Breakdown of holdings according to investment and voting power.
- Investment power concentration of the top 5, 10, 15, and 20 shareholders.
- Principal legal counsels, investment bankers and accountants.
- Product or service line breakdown of company revenues and income.

Control Chart of 11 Other Companies

- Major shareholders, accountant, law firms, and investment banks of 11 companies, consisting of tightly-held and private U.S. corporations.

PART THREE: INDEXES

- Top five stockholders in each company — a guide to the most influential stockholders in energy.
- Legal counsels and their energy clients.
- Investment banks and their energy clients.
- Accounting firms and their energy clients.

Company Index

Companies printed in UPPER CASE letters have issued stock which is publicly traded. The profile of their major stockholders and institutional relationships is located on the first page listed after each company name in the index. The companies printed in upper and lower case letters are either subsidiary operators, or private and tightly-held companies. For these companies, the stockholders and institutional relationships of all but the subsidiaries appear in the Control Chart which is indicated by the first page after each company name in the index.

A

ALLEGHENY POWER SYSTEM INC 27, 19
ALLIED CHEMICAL CORP 28, 17, 20
Allied General Nuclear Services 20
ALLIS-CHALMERS CORP 29, 20
AMAX INC 30, 16
AMERADA HESS CORP 31, 15
AMERICAN ELECTRIC POWER CO INC 32, 16, 19
American Industries & Resources Corp 192, 16
AMERICAN NATURAL RESOURCES CO 33, 18
AMERICAN PETROFINA INC 35, 15
Anaconda Co 20
ARMCO INC 36, 16
ASHLAND OIL INC 37, 15, 16, 17
ATLANTA GAS LIGHT CO 38, 17
ATLANTIC RICHFIELD CO 39, 15, 17, 20
ATLAS CORP 41, 20

B

Babcock & Wilcox Co 20
BALTIMORE GAS & ELECTRIC CO 42, 19
Bechtel Corp 192, 20
BENDIX CORP 43, 20
BETHLEHEM STEEL CORP 44, 16
BORG-WARNER CORP 45, 20
Braun (CF) Inc 20
BROOKLYN UNION GAS CO 46, 17
Brown & Root Inc 20
Burns & Roe Inc 192, 20

C

CAROLINA POWER & LIGHT CO 47, 19
CBI INDUSTRIES INC 48, 20
CENTRAL & SOUTH WEST CORP 49, 19
Chicago Bridge & Iron Co 20, 48
CINCINNATI GAS & ELECTRIC CO 51, 17, 19
CITIES SERVICE CO 52, 15, 17, 18
CLEVELAND ELECTRIC ILLUMINATING CO 53, 19
Coastal Corp 54
COASTAL STATES GAS CORP 54, 18
Colorado Interstate Corp 18
COLUMBIA GAS SYSTEM INC 55, 17, 18
COMBUSTION ENGINEERING INC 56, 20
COMMONWEALTH EDISON CO 57, 19
CONOCO INC 58, 15, 16, 17, 20
CONSOLIDATED EDISON CO OF NEW YORK INC 60, 17, 19
Consolidated Gas Supply Corp 18
CONSOLIDATED NATURAL GAS CO 61, 18
CONSUMERS POWER CO 62, 17, 18, 19

D

Daniel International Corp 20
DETROIT EDISON CO 63, 19
DIAMOND-SHAMROCK CORP 64, 15, 16, 17
Drummond Co 192, 16
DUKE POWER CO 66, 19
DU PONT (EI) DE NEMOURS & CO INC 67, 20

E

EASTERN GAS & FUEL ASSOCIATES 69, 16
Ebasco Corp 20
EL PASO CO 70, 18
Energy Fuels Corp 192, 16
ENSERCH CORP 71, 17, 20
ENTEX INC 72, 17
EXXON CORP 73, 15, 16, 17, 20

F

FLORIDA POWER CORP 75, 19
FLORIDA POWER & LIGHT CO 76, 19
FLUOR CORP 78, 20

G

GAS SERVICE CO 80, 17
General Atomic Co 192, 20
GENERAL DYNAMICS CORP 81, 16
GENERAL ELECTRIC CO 83, 16, 20
GENERAL PUBLIC UTILITIES CORP 85, 19
GETTY OIL CO 86, 15, 17, 20
GOODYEAR TIRE & RUBBER CO 87, 20
GULF OIL CORP 89, 15, 16, 17, 20
GULF RESOURCES & CHEMICAL CORP 90, 16

H

HALLIBURTON CO 91, 20
HOMESTAKE MINING CO 93, 20
HOUSTON INDUSTRIES INC 94, 19
HOUSTON NATURAL GAS CORP 96, 16, 17

I

InterNorth Inc 120

K

KERR-MC GEE CORP 98, 15, 17, 20
Kiewit (Peter) & Sons Inc 192, 16

L

Lincoln Corp 192, 16
LONG ISLAND LIGHTING CO 100, 19

M

MAPCO INC 101, 16
MARATHON OIL CO 102, 15, 17
MC DERMOTT (J RAY) & CO INC 104, 20
MIDDLE SOUTH UTILITIES INC 106, 19
Midwestern Gas Transmission Co 18
Mississippi River Transmission Corp 18
MISSOURI-PACIFIC CORP 107, 18, 184
MOBIL CORP 108, 15, 17
MONTANA-DAKOTA UTILITIES CO 110, 16
MONTANA POWER CO 111, 16

N

NATIONAL FUEL GAS CO 112, 18
NATIONAL STEEL CORP 113, 16
Natural Gas Pipeline Co of America 18
NEW ENGLAND ELECTRIC SYSTEM 114, 19
NIAGARA MOHAWK POWER CORP 115, 19
NICOR INC 116, 17
NORTH AMERICAN COAL CORP 117, 16
NORTHEAST UTILITIES 118, 19
NORTHERN INDIANA PUBLIC SERVICE CO 119, 17, 19
NORTHERN NATURAL GAS CO 120, 18
NORTHERN STATES POWER CO 122, 19
NORTHWEST ENERGY CO 123, 18
Northwest Pipeline Corp 18
Nuclear Fuel Services Inc 20

O

OCCIDENTAL PETROLEUM CORP 124, 16
OHIO EDISON CO 125, 19
OKLAHOMA NATURAL GAS CO 126, 17

P

PACIFIC GAS & ELECTRIC CO 127, 17, 18, 19
Pacific Gas Transmission Co 18
PACIFIC LIGHTING CORP 128, 17
PACIFIC POWER & LIGHT CO 129, 16
PANHANDLE EASTERN PIPE LINE CO 130, 17, 18
Pathfinder Mines 20
Peabody Holding Co Inc 192, 16
PENN VIRGINIA CORP 132, 16
PENNSYLVANIA POWER & LIGHT CO 133, 16, 19
PENNZOIL CO 134, 17
Peoples Energy Corp 136
PEOPLES GAS CO 136, 18
PHELPS DODGE CORP 137, 20
PHILADELPHIA ELECTRIC CO 138, 19
PHILLIPS PETROLEUM CO 139, 15, 17
PIONEER CORP 141, 17
PITTSTON CO 142, 16
POGO PRODUCING CO 143, 17
POTOMAC ELECTRIC POWER CO 144, 19
PUBLIC SERVICE CO OF COLORADO 145, 19
PUBLIC SERVICE ELECTRIC & GAS CO 146, 17, 19

Q

QUAKER STATE OIL REFINING CORP 147, 16

R

RAYTHEON CO 148, 20
REPUBLIC STEEL CORP 150, 16
ROCHESTER & PITTSBURG COAL CO 151, 16
ROCKWELL INTERNATIONAL CORP 152, 20

S

Sea Robin Pipeline Co 192, 18
SHELL OIL CO 153, 15, 16, 17, 20
SOUTHERN CALIFORNIA EDISON CO 154, 19
SOUTHERN CO 155, 19
Southern Natural Gas Co 18
SOUTHERN NATURAL RESOURCES INC 156, 18
SOUTHERN UNION CO 158, 17
STANDARD OIL CO OF CALIFORNIA 159, 15, 17
STANDARD OIL CO (INDIANA) 161, 15, 17
STANDARD OIL CO (OHIO) 163, 15, 16, 20
Stearns-Roger Corp 192, 20
STONE & WEBSTER INC 164, 20
STRUTHERS WELLS CORP 165, 20
SUN CO INC 166, 15, 16, 17
SUPERIOR OIL CO 167, 17

T

TENNECO INC 168, 15, 17, 18
Tennessee Gas Pipeline Inc 18
TEXACO INC 170, 15, 17
TEXAS EASTERN CORP 171, 18
TEXAS GAS TRANSMISSION CORP 173, 18
Texas Pipe Bending Co 20
TEXAS UTILITIES CO 175, 16, 19
TRANSCO COMPANIES INC 177, 18
Transcontinental Gas Pipe Line Corp 18
Transwestern Pipeline Co 18
Trunkline Gas Co 18

U

UNC RESOURCES INC 178, 20
UNION CARBIDE CORP 179, 20
UNION ELECTRIC CO 181, 19
UNION OIL CO OF CALIFORNIA 182, 15, 17
UNION PACIFIC CORP 184, 17, 20, 107
UNITED ENERGY RESOURCES INC 186, 18
United Engineers & Constructors Inc 20
United Gas Pipe Line Co 18
UNITED STATES STEEL CORP 187, 16
Utah International Inc 20

V

VIRGINIA ELECTRIC & POWER CO 188, 19

W

WASHINGTON WATER POWER CO 189, 16
Western Nuclear Inc 20
WESTINGHOUSE ELECTRIC CORP 190, 20
WISCONSIN ELECTRIC POWER CO 191, 19

Abbreviations and Symbols

<, diversified holding company.

#, indicates an interlocking relationship with the profiled company's board of directors.
+, investment bank or brokerage firm.
$, indicates stock holding from SEC Form 144.
*****, investment company manager.
( ), negative number.
a, operating income.
A, holding for 1st quarter 1977.
Acc, accident.
Adv, advisory.
Aff, affiliate.
Aerosp, aerospace.
Agchem, agricultural chemicals.
Agri, agricultural.
Alum, aluminum.
Assn, association.
b, pretax income.
B, holding for 2nd quarter 1977.
bbls, barrels.
b/d, barrels per day.
Ben, benefit.
Bk, bank.
Bldg, building.
Bus, business.
c, net income.
C, holding for 3rd quarter 1977.
Cas, casualty.
CC, common stock offering—co-manager.
CL, common stock offering—lead manager.
Chem, chemical.
Com, commercial.
Comp, compensation.
Cons, consumer.
Constr, construction.
Contr, contracting, contracts.
Ctr, center.
Cu, cumulative.
Cv, convertible.
d, income before interest.
D, holding for 4th quarter 1977.
DA, pivate debt placement—agent/advisor.
DC, debt offering—co-manager.
Devp, development.
Disc, discontinued.
Distr, distribution, distributor.
Divers, diversified.
DL, debt offering—lead manager.
DM, dealer manager in tender offer.
DV, financial advisor in divestiture.
e, estimate.
E, holding for 1st quarter 1978.
Emp, employee.
Eng, engineering.
Ent, entertainment.
Equip, equipment.
Excl, excluding.
Exp, expenses.
Expl, exploration.
F, holding for 2nd quarter 1978.
FA, financial advisor in corporate financing.
Fd, fund.
Fert, fertilizer.
Fgn, foreign.
Fin, finance, financial.
g, income before unallocated corporate expenses and extraordinary items.
G, holding for 3rd quarter 1978.
GC, general counsel.
Gen, Genl, general.
GF, general counsel for managed fund.
H, holding for 4th quarter 1978.
Hosp, hospital.
IC, international counsel.
Inc, income.
Incl, including.
Ind, industrial.
Indiv, individual.
Ins, insurance.
Inst, institutional.
Int, interest.
Interco, intercompany.
Internl, Intl, international.
Inv, Invest, investment.
J, holding for 1st quarter 1979.
JV, financial advisor in a joint venture.
K, holding for 2nd quarter 1979.
kwh, kilowatt-hours.
L, holding for 3rd quarter 1979.
LB, labor relations counsel.
LC, legal counsel.
Lic, licenses, licensing.
LNG, liquid natural gas.
LT, litigation counsel.
M, holding for 4th quarter 1979.
Mach, machinery.
MC, merger counsel.
mcf, millions of cubic feet.
Merch, merchandise, merchandising.
Mfg, manufacturing.
MG, financial advisor for a merger/acquisition.
MI, major investment banker.
Mil, million.
Min, minority.
Misc, miscellaneous.
Mktg, marketing.
Mngr, manager.
Mngt, management.
Mtl, mutual.
na, not available.
Nat, natural.
Natl, national.
nr, not reported.
Op, operations, operator.
PA, preferred stock private placement—agent.
PC, preferred stock offering—co-manager.
P/C, property/casualty.
Pcts, participants.
Pen, Pens, pension fund.
Pers, personal.
Petr, petroleum.
Pharm, pharmaceutical.
Pfd, preferred stock.
Pl, plan.
PL, preferred stock offering—lead manager.
Pref, preference stock.
Prem, premiums.
Proc, processing, processed, processor.
Prod, producer, product, production.
Proj, project.
Prop, property.
Ref, refining, refined.
Res, resources.
Resid, residential.
Rest, restaurant.
Ret, retailing.
Rev, revenue.
SC, securities counsel.
Sec, securities.
Ser, series.
Serv, services.
S&L, savings & loan.
SP, special counsel.
Spec, specialty.
Sub, subsidiary.
TC, tax counsel.
Tech, technical.
Tr, trust.
TR, traditional investment banker.
Trans, transaction.
Transp, transportation.
Uncon, unconsolidated.
Whls, wholesale, wholesaler.
WR, Washington representative.
X, holding prior to 6-30-76.
Y, holding for 2nd half 1976.

Part One

Introduction

This Directory presents profiles of the ownership and institutional relationships of 142 major energy companies operating in the United States. CDE selected companies from five energy industries:

- 20 petroleum refiners . . . each producing 150,000 barrels or more per day
- 38 coal mining companies . . . with U.S. mining production of 2 million tons or more per day
- 55 natural gas companies divided into three sectors . . . 20 producers with $54.5 million or more per year in gas sales to interstate pipelines; 15 local utilities with gas revenues of at least $300 million per year; and 20 interstate gas pipelines distributing at least 175 million cubic feet (mcf) per year
- 35 electric utilities . . . with total revenues of $650 million or more per year
- 34 nuclear-related companies divided into 4 sectors . . . 12 uranium millers with a capacity of 1,000 tons or more per day; 6 reactor manufacturers producing one or more plants from 1953 to 1978; 8 engineering/construction firms; and 8 manufacturers of reactor components (i.e., pumps, valves, etc.).

To select the profiled companies, CDE searched trade journals, business publications and government sources to develop a ranked list of the largest companies within each energy industry. Ranked lists for the natural gas and nuclear industries proved most difficult to obtain. Poor company reporting for natural gas permitted coverage of only about 40% of the industry's total sales. Different measures of a company's involvement in the nuclear field prohibited the ranking of those companies. Since private firms refuse to divulge even the most rudimentary data, it is impossible to be certain that all important companies were included.

For each industry the number of companies selected was determined by the overall size of the industry, the degree of concentration in each industry, and the relative importance of each industry to the national economy. The 142 profiled companies appear in seven ranking charts. Forty of these companies appear in more than one list. The stock of 131 companies is publicly traded in the United States. These are listed throughout the Directory in upper case letters, e.g., CITIES SERV–ICE CO. Eleven other companies are private or tightly-held firms and are listed in lower case letters, e.g., Drummond Corp.

Energy Companies Included in CDE Directory

Industry	Activity	Number of Companies	CDE Cos as Percent of Total Industry	Cut-off Point
Petroleum	Refining	20	85.5%	Refining of 150,000 barrels or more per day
Coal	Mining	38	58.5	Production of 2 million tons or more per year
Natural Gas	Production	20	77.6	Gas revenues of $54.5 million or more per year
	Local Distribution	15	34.3	Gas revenues of $300 million or more per year
	Interstate Distribution	20	83.5	Distribution of 175 MCF or more per year
Electric Utilities	Distribution	36	74.9	Total revenues of $650 million or more per year
Nuclear	Uranium Milling	12	90.8	Milling capacity of 1,000 tons or more per day
	Reactor Manufacturing	6	100.0	Production of 1 or more plants from 1953 to 1978
	Engineering/Construction	8	na	–
	Component Manufacturing	8	na	–
Total Unique Companies		142		

SOURCE: CDE Charts 1–7.

Chart 1: Top 25 U.S. Petroleum Companies Ranked by Refinery Production, 1977

		U.S. Refining			Production[1]		Reserves	
Rank	Company	Total Crude (000 b/d)	Cumulative Percent of Total	Percent from For Oil	U.S. Crude (000 b/d)	Foreign Crude (000 b/d)	World Total (mil bbls)	Percent Overseas
1	EXXON	1,339	9.2%	47.4%	795 (1)	1,534 (4)	7,155	39.0%
2	STANDARD OIL CALIF	1,213	17.5	na	408[2] (5)	2,995[2] (2)	3,426	41.5
3	SHELL OIL	1,086	24.9	41.3	505 (4)	13 (17)	1,930	7.8
4	STANDARD OIL (IND)	1,067	32.2	32.7	529 (3)	464 (6)	3,735	49.1
5	TEXACO	1,019[3]	39.2	na	564[3] (2)	3,222 (1)	4,040	41.8
6	GULF OIL	840	44.9	44.3	402 (7)	1,285 (5)	1,830	31.7
7	MOBIL	798	50.4	41.4	314 (8)	1,964 (3)	1,830	49.2
8	ATLANTIC RICHFIELD	771	55.7	na	408 (6)	156 (8)	2,987	3.0
9	AMERADA HESS	596	59.8	na	95 (17)	82 (12)	900	62.2
10	SUN CO	532	63.4	na	237 (11)	50 (13)	892	21.5
11	MARATHON OIL	478	66.7	57.7	181 (15)	210[4] (7)	927	14.9
12	PHILLIPS PETROLEUM	462	69.8	22.9	255 (10)	148 (10)	1,210	54.5
13	UNION OIL OF CALIF	452	72.9	42.5	216 (12)	119 (11)	935	39.6
14	STANDARD OIL (OHIO)	426	75.7	70.8[5]	167 (16)	16 (16)	4,356	none
15	ASHLAND OIL	358	78.2	na	64 (19)	na	238	70.6
16	CONOCO	354	80.6	na	187 (13)	na	919	50.8
17	GETTY OIL	234	82.2	46.1	279 (9)	152 (9)	1,749	7.4
18	CITIES SERVICE	165	83.3	58.0	184 (14)	30 (15)	670	40.1
19	KERR MC GEE	165	84.4	na	38 (20)	na	127	48.8
20	AMERICAN PETROFINA	152	85.5	21.0	19 (22)	none	37	none
	End of CDE Profile List							
21	Clark Oil & Refining	114	86.3	78.0	1 (24)	none	4	none
22	Commonwealth Oil & Refining	110	87.0	na	na	na	none	none
23	Murphy Oil	94	87.7	41.0	15 (23)	37 (14)	145	80.7
24	TENNECO	91	88.3	na	77 (18)	na	261	17.6
25	DIAMOND SHAMROCK	52	88.6	none	31 (21)	na	none	none
	Total Industry[6]	14,608	100.0%	–	–	–	–	–

b/d, barrels per day

1. Figures for net crude production. Includes condensates and natural gas liquids. Numbers in parenthesis indicate U.S. rank.
2. Gross crude production.
3. Includes interest in non-subsidiary companies.
4. Includes purchased foreign oil.
5. Total imports on SOHIO's or others tickets.
6. Figure obtained from U.S. Department of Energy.

SOURCE: *National Petroleum News*, Mid-June 1978, pp. 22-23; *Petroleum Outlook*, December 1978, pp. 44-45.

Chart 2: Top 48 U.S. Coal Companies Ranked by Production, 1977

Rank	Company[1]	Total Production[2] (000 tons)	Cum Percent of Total	No. of Operators	Estimated Reserves (bil tons)
1	Peabody Holding	65,053[3]	9.7%	13	8.9
2	CONOCO	47,994	16.9	21	13.7
3	AMAX	27,755[4]	21.0	5	5.0
4	OCCIDENTAL PETROL	16,749	23.6	11	4.4
5	PITTSTON	14,309	25.7	11	1.7
6	UNITED STATES STEEL	13,959	27.8	6	3.0
7	ASHLAND OIL[5]	12,600	29.7	3	0.7
8	TEXAS UTILITIES[6]	12,000	31.5	1	na
9	PENN VIRGINIA	10,807	33.1	5	1.9
10	BETHLEHEM STEEL	10,610	34.7	3	1.8
11	AMER ELECTRIC POWER	10,223	36.2	7	1.5
12	MONTANA POWER	9,774	37.7	1	1.0
13	STANDARD OIL (OHIO)	9,721	39.1	3	0.8
14	PACIFIC POWER & LIGHT[7]	9,467	40.5	3	1.7
15	NORTH AMER COAL	8,905	41.9	7	5.1
16	GULF OIL	8,203	43.1	4	2.6
17	Drummond Co	8,109	44.3	2	0.6
18	Kiewit (Peter) Sons[8]	7,701	45.5	3	na
19	GENERAL ELECTRIC	6,900	46.5	1	1.3
20	GENERAL DYNAMICS	6,700	47.5	1	0.6
21	EASTERN GAS & FUEL	6,675	48.5	3	1.1
22	GULF RES & CHEM	5,453	49.3	5	0.1
23	ROCHESTER & PITT COAL	5,336	50.1	2	0.1
24	DIAMOND-SHAMROCK	5,162	50.9	1	na
25	WASH WATER POWER	4,955	51.6	1	0.1
26	MONTANA-DAKOTA UTIL	4,717	52.3	2	0.6
27	HOUSTON NAT GAS	4,710	53.0	3	1.0
28	MAPCO	4,401	53.7	3	0.7
29	Lincoln Corp	4,385	54.3	1	na
30	Energy Fuels Corp	3,851	54.9	1	na
31	EXXON	3,721	55.5	2	8.4
32	SHELL OIL	3,346	56.0	1	1.5
33	QUAKER STATE OIL	3,069	56.4	2	0.5
34	REPUBLIC STEEL	2,978	56.9	4	na
35	PENN POWER & LIGHT	2,827	57.3	4	0.1
36	American Inds & Resources	2,710	57.7	7	na
37	ARMCO	2,495	58.1	2	0.4
38	NATIONAL STEEL	2,484	58.5	4	na
	End of CDE Profile List				
39	Asarco	2,406	58.8	1	0.1
40	St Joe Minerals	2,353	59.2	3	0.7
41	Western Coal	2,249	59.5	1	0.2
42	Baukol-Noonan	2,247	59.8	1	na
43	LTV Corp[9]	2,201	60.2	2	0.3
44	Benjamin Coal	2,150	60.5	2	na
45	SUN CO	2,129	60.8	1	2.2
46	Utah Power & Light	2,086	61.1	1	0.01
47	Kaneb Services	2,052	61.4	6	0.8
48	Lykes Corp[9]	2,039	61.7	4	0.2
	Top 38 Companies	390,815	58.5%	–	–
	Top 48 Companies	412,727	61.7%	–	–
	Total Industry	668,575	100.0%	–	–

1. Includes companies whose combined operations in 1977 produced over 2 million tons of bituminous and lignite coal. Anthracite coal constitutes less than 1 percent of total U.S. production and is therefore excluded.
2. Production figures for 50/50 joint ventures were divided equally half of the total attributed to each parent. In the case of an unequal joint venture, all production was attributed to the larger holder.
3. Company has joint venture with AMAX.
4. Company has joint venture with Peabody Holding Co.
5. Operators in this group are 50% owned by ASHLAND OIL. Since the other owners could not be identified, the total production was attributed to ASHLAND OIL.
6. Figures for TEXAS UTILITIES are estimates based on available data.
7. Company has 66.6% of a joint venture with Kiewit (Peter) & Sons Inc.
8. Company has 33.3% of a joint venture with PACIFIC POWER & LIGHT.
9. LTV acquired Lykes in December 1978. The combined production of these two companies would rank 30th.

SOURCE: *1978 Coal Mine Directory*, McGraw-Hill, 1978; *1978 Keystone Coal Industry Manual*, McGraw-Hill, 1978.

Chart 3: Top 30 U.S. Natural Gas Producers Ranked by Interstate Gas Revenues, 1977

Rank	Company	Nat Gas Revenue[1] ($ mil)	Cum Percent of Total	Sales Volume (mil mcf)
1	EXXON	$ 447.8	8.7%	711.7
2	SHELL OIL	362.6	15.8	506.0
3	TEXACO	358.0	22.8	573.1
4	MOBIL	342.3	29.5	527.5
5	STANDARD OIL (IND)	297.9	35.3	534.7
6	STANDARD OIL CALIF	239.8	40.0	348.7
7	ATLANTIC RICHFIELD	224.4	44.4	373.1
8	UNION OIL OF CALIF	213.2	48.6	365.5
9	GULF OIL	200.8	52.5	559.7
10	PHILLIPS PETROLEUM	198.0	56.3	390.8
11	CITIES SERVICE	158.5	59.4	303.9
12	SUN CO	143.7	62.2	221.9
13	TENNECO	141.6	65.0	322.0
14	CONOCO	132.8	67.6	231.8
15	SUPERIOR OIL	129.6	70.1	195.5
16	GETTY OIL	116.2	72.4	228.8
17	MARATHON OIL	82.9	74.0	96.4
18	POGO PRODUCING	70.3	75.4	94.8
19	PENNZOIL	60.7	76.6	93.2
20	KERR-MC GEE	54.6	77.6	78.9
	End of CDE Profile List			
21	COLUMBIA GAS SYSTEM	54.3	78.7	57.2
22	DIAMOND SHAMROCK	48.2	79.7	71.8
23	ALLIED CHEMICAL	41.2	80.5	72.1
24	UNION PACIFIC	40.6	81.2	63.7
25	ASHLAND OIL	39.3	82.0	76.5
26	Coleve	33.8	82.7	24.3
27	PANHANDLE EASTERN	31.5	83.3	86.1
28	Placid Oil	29.8	83.9	46.1
29	Louisiana Land & Exploration	28.0	84.4	18.9
30	Mesa Petroleum	26.1	84.9	23.8
	Total Industry[2]	$5,119.7	100.0%	8,607.1

mcf, millions of cubic feet

[1] Only includes gas sales to interstate pipelines, which constitutes less than 50 percent of total U.S. gas sales.

[2] Individual company figures represent revenues and volume sales originally reported by the companies for the end of 1977. The total incorporates updated and corrected figures for all but 10 companies. The corrected figures for individual companies were not available.

SOURCE: U.S. Department of Energy, Form 108, Schedule 501; U.S. Department of Energy, "Total Producer Working Interest in Sales Under Own Rate Schedules and Under Rate Schedules Filed by Other Producers," 1977, unpublished.

Chart 4: Top 20 U.S. Single-State Gas Utilities, Ranked by Revenues, 1977

Rank	Company	Distribution Revenues ($ mil)	Cumulative Percent of Total
1	PACIFIC LIGHTING	$1,310.9	4.6%
2	PACIFIC GAS & ELECTRIC	1,160.4	8.7
3	HOUSTON NATURAL GAS	1,090.8	12.6
4	ENSERCH	918.3	15.8
5	NICOR	746.0	18.5
6	CONSUMERS POWER	724.8	21.0
7	PUBLIC SERVICE ELEC & GAS	562.7	23.0
8	OKLAHOMA NATURAL GAS	543.0	24.9
9	ENTEX	528.5	26.8
10	NORTHERN INDIANA PUB SERV	392.0	28.2
11	BROOKLYN UNION GAS	385.4	29.5
12	SOUTHERN UNION	370.7	30.9
13	ATLANTA GAS LIGHT	338.8	32.1
14	GAS SERVICE	331.7	33.2
15	PIONEER CORP (TX)	309.4	34.3
	End of CDE Profile List		
16	CONSOLIDATED EDISON OF NY	298.7	35.4
17	Washington Gas Light	293.4	36.4
18	La Clede Gas	284.0	37.4
19	Wisconsin Gas	275.3	38.4
20	CINCINNATI GAS & ELECTRIC	239.7	39.2
	Total Industry[1]	$28,303.0	100.0%

[1] Excludes sales for resale.

SOURCE: *Moody's Public Utility Manual, 1978*; Company Annual Reports filed with the SEC; *Statistical Abstract of the United States*, 1978, Table 1029.

Chart 5: Top 26 U.S. Interstate Natural Gas Pipelines, Ranked by Sales Volume, 1977

Rank	Parent/Operator[1] (Oper Sales Vol)	Sales Volume (000 mcf)	Cumulative Percent of Total
1	TENNECO Midwestern Gas Trans (284,182) Tennessee Gas Pipe (1,075,670)	1,359,852	8.7%
2	EL PASO El Paso Natural Gas	1,100,359	15.7
3	TEXAS EASTERN Transwestern Pipeline (250,273) Texas Eastern Trans (834,069)	1,084,352	22.6
4	PANHANDLE EASTERN Trunkline Gas (398,549)	983,162	28.8
5	PEOPLES GAS Natural Gas Pipeline of America	945,412	34.8
6	COLUMBIA GAS SYSTEM Columbia Gas Transmission	915,890	40.7
7	UNITED ENERGY RESOURCES United Gas Pipe Line	837,201	46.0
8	NORTHERN NATURAL GAS	724,972	50.6
9	AMERICAN NAT RESOURCES	703,700	55.1
10	CONSOLIDATED NAT GAS Consolidated Gas Supply	586,658	58.8
11	TRANSCO COMPANIES Transcontinental Gas Pipe Line	565,233	62.4
12	SOUTHERN NAT RESOURCES Southern Natural Gas	543,429	65.9
13	TEXAS GAS TRANSMISSION	538,639	69.3
14	CITIES SERVICE Cities Service Gas	416,772	72.0
15	NORTHWEST ENERGY Northwest Pipeline	399,737	74.5
16	PACIFIC GAS & ELECTRIC Pacific Gas Transmission	373,355	76.9
17	COASTAL STATES GAS Colorado Interstate	359,690	79.2
18	Sea Robin Pipeline[2]	277,894	80.9
19	MISSOURI-PACIFIC Mississippi River Transmission	226,059	82.4
20	NATIONAL FUEL GAS	178,171	83.5
	End of CDE Profile List		
21	Algonquin Gas Transmission[3]	139,382	84.4
22	Kansas-Nebraska Natural Gas	120,364	85.2
23	Florida Gas Florida Gas Transmission	111,838	85.9
24	Great Lakes Gas Transmission[4]	86,308	86.4
25	West Texas Gathering	77,290	86.9
26	CONSUMERS POWER	70,208	87.4
	Total Industry	15,712,171	100.0%

---

1. Three companies which are exclusively gas transporters are not included because no information is available. Figures do not represent consolidated accounts and therefore include intercompany transactions.

2. Joint venture of SOUTHERN NATURAL RESOURCES and UNITED ENERGY RESOURCES. Operator is a transporter of gas only.

3. EASTERN GAS & FUEL ASSOCIATES owns 36% of Algonquin Gas Transmission.

4. Joint venture of AMERICAN NATURAL RESOURCES and Trans-Canada Pipelines Ltd.

SOURCE: U.S. Department of Energy, *Statistics of Interstate Natural Gas Pipeline Companies - 1977*, 1978, pp. 49 and 401.

Chart 6: Top 40 U.S. Electric Utilities Ranked by Revenues, 1977

Rank	Company[1]	Total Revenues ($ mil)	Cumulative Percent of Total	Sales Volume[2] (mil kwh)	Percent Rev from Elec Power
1	PACIFIC GAS & ELECTRIC	$3,505.1	5.6%	58,071 (4)	66.9%
2	CONSOLIDATED EDISON OF NEW YORK	3,022.9	10.4	30,004 (16)	82.5
3	SOUTHERN CO	2,660.8	14.7	85,354 (1)	100.0
4	COMMONWEALTH EDISON	2,095.0	18.0	61,449 (3)	100.0
5	SOUTHERN CALIFORNIA EDISON	2,065.3	21.3	57,726 (5)	100.0
6	PUBLIC SERVICE ELECTRIC & GAS	2,032.8	24.6	28,443 (18)	72.3
7	AMERICAN ELECTRIC POWER	2,031.2	27.8	81,865 (2)	97.0
8	CONSUMERS POWER	1,636.6	30.4	24,881 (23)	55.5
9	FLORIDA POWER & LIGHT	1,464.6	32.8	37,529 (11)	100.0
10	DETROIT EDISON	1,450.9	35.1	36,614 (12)	98.1
11	MIDDLE SOUTH UTILITIES	1,443.0	37.4	48,477 (8)	92.0
12	PHILADELPHIA ELECTRIC	1,394.8	39.6	27,197 (20)	84.4
13	TEXAS UTILITIES	1,367.8	41.8	49,679 (6)	98.7
14	VIRGINIA ELECTRIC & POWER	1,358.9	44.0	35,457 (13)	96.7
15	DUKE POWER	1,270.3	46.0	48,848 (7)	99.7
16	GENERAL PUBLIC UTILITIES	1,252.0	48.0	29,770 (17)	99.8
17	NIAGARA MOHAWK POWER	1,225.8	50.9	31,367 (14)	80.6
18	CENTRAL & SOUTHWEST	1,167.0	52.8	39,687 (10)	100.0
19	HOUSTON INDUSTRIES	1,069.8	54.5	45,886 (9)	100.0
20	NORTHERN STATES POWER	881.5	55.9	26,366 (22)	83.1
21	NORTHEAST UTILITIES	880.6	57.3	19,747 (27)	89.3
22	LONG ISLAND LIGHTING	824.0	58.6	12,722 (42)	82.9
23	CAROLINA POWER & LIGHT	808.3	59.9	27,256 (19)	100.0
24	NORTHERN INDIANA PUBLIC SERVICE	806.7	61.2	13,186 (38)	51.4
25	OHIO EDISON	796.3	62.5	22,229 (25)	99.4
26	BALTIMORE GAS & ELECTRIC	792.5	63.7	15,462 (35)	70.5
27	ALLEGHENY POWER SYSTEM	781.1	65.0	30,699 (15)	100.0
28	NEW ENGLAND ELECTRIC SYSTEM	775.5	66.2	15,847 (34)	98.2
29	UNION ELECTRIC	765.1	67.4	23,081 (24)	93.2
30	PENNSYLVANIA POWER & LIGHT	744.7	68.6	21,201 (26)	99.4
31	CINCINNATI GAS & ELECTRIC	690.0	69.7	13,425 (37)	65.2
32	WISCONSIN ELECTRIC POWER	669.9	70.8	16,960 (31)	77.5
33	POTOMAC ELECTRIC POWER	664.4	71.9	14,978 (36)	99.6
34	CLEVELAND ELECTRIC ILLUMINATING	659.3	72.9	18,071 (29)	98.4
35	FLORIDA POWER	656.1	74.0	15,935 (33)	98.2
36	PUBLIC SERVICE CO OF COLORADO	613.3	74.9	12,877 (41)	59.0
	End of CDE Profile List				
37	Boston Edison	589.4	75.9	10,856 (47)	63.0
38	Gulf States Utilities	587.8	76.8	26,537 (21)	90.9
39	Illinois Power	567.4	77.7	12,951 (40)	67.6
40	San Diego Gas & Electric	508.0	78.5	8,931 (55)	76.5
	Total Industry	$62,610.0	100.0%		

kwh, kilowatts per hour

[1] Excludes federal and public power organizations.

[2] Figure in parenthesis indicates rank.

SOURCE: *Electric Light & Power*, June 1978; *Moody's Public Utility Manual, 1978.*

Chart 7: 36 Major Nuclear-Related Companies

Parent/Operator	Nuclear-Related Activity[1]
ALLIED CHEMICAL Allied Genl Nuclear Serv[2]	Fuel reprocessing.
ALLIS-CHALMERS	Reactor manufacturing (1); component manufacturing (genl contractor).
ATLANTIC RICHFIELD Anaconda	Uranium milling (6,000 tons); uranium reserves (56.4 mil lbs).
ATLAS	Uranium milling (1,100 tons); uranium reserves (10.0 mil lbs).
Bechtel C F Braun	Engineering and construction (59 plants).
BENDIX Texas Pipe Bending	Component manufacturing (power plant piping).
BORG-WARNER	Component manufacturing (coolant and steam generating pumps).
Burns & Roe	Engineering and construction.
CBI INDUSTRIES Chicago Bridge & Iron	Component manufacturing (reactor containment vessels).
COMBUSTION ENGINEERING	Reactor manufacturing (31).
CONOCO	Uranium milling[3] (2,900 tons); reserves (46.1 mil lbs).
DU PONT	Plutonium production.
ENSERCH Ebasco Corp	Engineering and construction.
EXXON	Uranium milling (3,000 tons); fuel fabrication; uranium reserves (100 mil lbs).
FLUOR Daniel International	Engineering and construction.
General Atomic[4]	Reactor manufacturing (1); fuel reprocessing.
GENERAL ELECTRIC Utah International Pathfinder Mines	Reactor manufacturing (62 domestic and 24 foreign); component manufacturing (genl contractor); uranium milling (3,450 tons); reserves (35.9 mil lbs); fuel reprocessing.
GETTY OIL Nuclear Fuel Services	Uranium milling (1,500 tons); reserves (30.6 mil lbs); fuel reprocessing.
PHELPS DODGE Western Nuclear	Uranium milling (1,700 tons); uranium reserves (59.9 mil lbs).
RAYTHEON United Engineers & Constr	Engineering and construction (23 plants).
ROCKWELL INTERNL	Uranium/plutonium carbide fabrication for Department of Defense.
SHELL OIL	See General Atomic.
STANDARD OIL (OHIO)	Uranium milling[6] (1,660 tons); uranium reserves (7.3 mil lbs).
Stearns-Roger	Engineering and construction; component manufacturing (fuel handling equipment, heaters, pressurizers).
STONE & WEBSTER	Engineering and construction.
STRUTHERS WELLS	Component manufacturing (generating equipment).
UNION CARBIDE	Uranium milling (2,500 tons); uranium enrichment for DOE; uranium reserves (20 mil lbs).
UNION PACIFIC	Uranium milling[7] (1,000 tons); uranium reserves (22.6 mil lbs).
UNC RESOURCES	Uranium milling (6,400 tons); uranium reserves (103.4 mil lbs).
WESTINGHOUSE	Reactor manufacturing (68 domestic, 29 foreign); fuel fabrication; uranium reserves (20 mil lbs).
GOODYEAR	Uranium enrichment for Department of Energy.
GULF OIL[2,4]	Uranium reserves (103.5 mil lbs); see General Atomic.
HALLIBURTON Brown & Root	Engineering and construction.
HOMESTAKE MINING[5]	Uranium milling.
KERR-MC GEE	Uranium milling (7,000 tons); uranium reserves (139 mil lbs).
MC DERMOTT (J RAY) Babcock & Wilcox	Reactor manufacturing (30).

[1] Four criteria were used in selecting the companies:

A. *Reactor Manufacturing*: figure in parenthesis represents the number of domestic and foreign plants (operating and under construction) for which the company supplied reactors between 1953 and 1977. The companies listed account for 100 percent of the market.

B. *Component Manufacturing*: includes major suppliers of equipment for nuclear power plants including pumps, valves, piping, containment vessels, etc.

C. *Engineering and Construction*: figure in parenthesis (when available) indicates the number of power plants built in the United States since 1970 and under construction since 1978.

D. *Fuel Cycle*: includes major uranium milling and fuel reprocessing companies. The figure in parenthesis after "uranium milling" indicates the milling capacity per day as of 1-1-78. Total domestic capacity for 1977 was 40,710 tons per day and the companies listed account for 90 percent of this capacity. Fuel reprocessing includes the removal of useful uranium and plutonium from spent fuel rods.

Other categories of nuclear-related activity have been noted where significant and available.

[2] Owned 50 percent by ALLIED CHEMICAL, 25 percent by Royal Dutch/Shell Group, and 25 percent by GULF OIL.

[3] Milling facility is jointly held with PIONEER CORP.

[4] Joint venture of SHELL OIL and GULF OIL.

[5] Owns 30 percent of one of UNC RESOURCES' milling facilities. Managed by HOMESTAKE MINING.

[6] Jointly owned with Reserve Oil and Minerals Corp. Managed by STANDARD OIL (OHIO).

[7] Jointly owned with Mono Power Co. Managed by UNION PACIFIC.

SOURCE: Gloria Duffy and Gordon Adams, *Power Politics: The Nuclear Industry and Nuclear Exports*, Council on Economic Priorities, 1978; Anna Gyorgy, *No Nukes: Everyone's Guide to Nuclear Power*, South End Press, 1979; Herbert S. Sanger, Jr. and William E. Mason, *The Structure of the Energy Markets: A Report of TVA's Antitrust Investigation of the Coal and Uranium Industries, 1979 Update*, Tennessee Valley Authority, 1979.

Part Two

Introduction

Part Two consists of profiles of 142 major U.S. energy companies. Each profile presents the principal stockholders and institutional relationships that could be identified from publicly available source. Appearing first, in alphabetical order, are the profiles of 131 public U.S. corporations. These are followed by the Control Chart (p. 192) which profiles 11 tightly-held and private U.S. firms. All data appearing in this part is as of the first quarter of 1979, unless otherwise noted by an off-dating letter. The top five stockholders in each profile, as well as the relationships to law firms, investment banks and accounting firms, are cross-indexed in Part Three of the Directory (p. 195).

STOCKHOLDER INFORMATION

The Corporate Data Exchange followed a set of procedures to identify and rank stockholders who exercised ***Investment power*** over two tenths of one percent of a company's outstanding votable stock.[1]

I. Determining Total Votes

We reviewed the voting power of all classes of a company's stock — common and preferred — to determine which should be included in the total vote figure. In order to combine common and preferred holdings, all figures in the company profiles are expressed in terms of ***votes***; all percentages are calculated on the basis of total votes outstanding for the included classes of stock. In the case of 20 companies, preferred classes were included making it possible to integrate significant preferred holdings.

II. Sources for Identifying Principal Stockholders

CDE systematically surveyed public sources to identify stockholders that invested or voted at least two tenths of one percent of the company's votable stock. The public sources can be divided into reports submitted by 1) stockholders, and 2) profiled companies.

1. Reports from Stockholders

Certain institutions and individuals file reports with the Securities and Exchange Commission disclosing their holdings in public corporations while others voluntarily publish a portfolio listing. CDE included holdings identified in SEC Forms 13-f, 13-d, 13-g and 144 filed in 1979 and collected additional portfolios from non-reporting institutions. These documents reveal the number of shares over which a stockholder exercises investment authority (i.e., the power to buy or sell the securities). They further indicate if the stockholder exercises any voting power over these same shares. CDE's profiles therefore include the holdings of the following type of stockholders:

Bank Trust Departments: under SEC reporting requirements, about 200 banks and trust companies managing $100 million or more in stock must disclose their holdings.

Investment Companies and Advisory Firms: those selling stock to the public, no matter their asset size, must disclose their holdings on a quarterly basis. Private firms firms managing stock assets in excess of $100 million fall under the 13-f disclosure requirements. The holdings of about 300 firms were included.

Insurance Companies: about 100 life and property/casualty firms managing stock assets in excess of $100 million report their holdings under 13-f.

Private Pension Funds: most corporate pension funds are managed by banks, insurance companies, or advisory firms, and their stockholdings are reported by those institutions. However a few self-managed funds report under 13-f to the SEC and their holdings are included in our profiles.

Public Pension Funds: most state, county and municipal pension funds are self-managed and a few report under the 13-f requirements. CDE collected the portfolios of an additional 31 major funds in order to include their holdings.

Thrift and Savings Plans: the funds of these plans often hold very large blocks in the sponsoring company. CDE checked all the profiled companies for such plans, recorded their holdings, and determined if they used an outside trustee to oversee operations. Under previous stock disclosure regulations administered by the Comptroller of the Currency, a bank serving as plan trustee was required to include these shares in its total managed holdings. Unfortunately the SEC eliminated this requirequirement under the 13-f reporting system. CDE decided to list thrift and savings fund holdings under the plan's trustee, which often meant adding them on to the 13-f holdings of a bank.

Foundations: CDE included the holdings of all foundations with $50 million or more in stock assets. Some reported to the SEC under 13-f, while the portfolios of others were gathered from the institutions involved.

Educational Endowments: the portfolio holdings of over 100 universities and colleges were reviewed.

Individuals: those holding 5 percent or more of any class of a company's stock were identified through 13-d and 13-g filings. The holdings of executives not on the board are reported on Form 4, and individuals holding unregistered shares must file Form 144 when they sell part of their holdings.

2. Reports from Profiled Companies

Securities and Exchange Commission: each profiled company selling stock to the public is required to list in its proxy statement the holdings of directors up for election and the name of any individual or institutional stockholder controlling 5 percent or more of any class of the company's stock. CDE also checked secondary offering prospectuses and merger prospectuses for any additional stockholders.

III. Forming Complexes

A number of stockholders are in fact controlled by another entity (i.e. individual, family or corporation). In order to reveal the full power of all investors, CDE devised a method for consolidating the separate holdings owned or managed by a single complex. In analyzing each stockholder, CDE applied two standards to form such complexes:

1. Family Relations: the components of a family, including relatives, employees, estates, trusts, and family-controlled foundations, were combined into one complex. Companies or partnerships known to be 40% or more owned by family members were also grouped with these family interests.

2. Intercorporate Control: one corporation or government agency controls an institutional investor through one of three mechanisms:

> **Ownership** of 40% or more of the company's voting stock.
>
> **Interlocking Boards** where the majority of the directors or trustees are appointed by one institution.
>
> **Management**[2] of one firm by another through a legal agreement, such as the management of mutual funds by an investment advisor, pension funds by commercial banks, and public pension funds by a government agency.

This process allowed the separate holdings of a complex to be aggregated and the total attributed to the head of the complex (i.e. ultimate parent). A ***single indentation*** indicates that the head of the complex owns at least 40% of the subentry's voting stock or controls a majority of the board. Family members are also given a single indentation when listed under a family complex. A ***double indentation*** indicates that the head of the complex controls the subentry through a management arrangement. In certain cases a complex involves both ownership and management and the listing of each subentry reveals its control relationship to the ultimate parent.

IV. Ranking the Identified Stockholders

All the stockholders were coded, key punched, and processed by computer using a special CDE-developed program. Each profile first ranks in descending order all stockholders with any investment power. Holders with no identifiable investment power are then ranked according to their voting power. Totals for each column are also presented along with a table listing the concentration for the top 5, 10, 15 and 20 principal stockholders.

NON-STOCK INFORMATION

In addition to the ranked list of top voting stockholders, each profile presents a breakdown of the company's operating revenues and income by business line for December 31, 1978, a description of its stock structure, a list of important outside institutional relationships maintained by the company, major changes in corporate control since the date of the profile (first quarter 1979), and the concentration among the top stockholders.

Business Lines: a breakdown of the company's operating revenues and income by primary areas of activity (percentages in parenthesis indicate a negative figure). These categories are not fully comparable between companies because detailed and uniform reporting is not required by the SEC.

Stock Structure: significant classes of ***voting*** stock, and for each class, the number of shares outstanding, the votes per share, the total number of votes, and the number of record holders. The combined total votes is provided where more than one class is listed. In the few cases where a company had more than three classes of voting stock, the classes with the same number of votes per share were combined into one listing.

Counsel/Washington Representative: a select list of the company's outside legal counsels, the fees they were paid, the service performed, and the year in which the service was provided. In the few cases where more than three law firms were identified, priority was assigned respectively to the general counsel, the Washington representative, the counsel for a securities' offering, for tax matters, mergers, and major court cases.

Investment Bank: a list of the company's major investment banks with the services they performed. Where more than three investment banks were identified, priority was given respectively to the lead underwriter for the latest stock issue, the lead underwriter for the latest offering of debt securities, the financial advisor in the last important merger or acquisition, and the agent in the last private placement of debt securities.

Accountant: the accounting firm which audits the company's financial statements.

Changes in Control: the acquisition of the company by another since the date of the profile (first quarter 1979) and select changes in very large stockholders.

Concentration: the cumulative holdings of the top 5, 10, 15 and 20 stockholders.

NOTES

[1] The study used definitions of investment and voting powers developed by the Securities and Exchange Commission for the application of 13-f regulations. Under ***investment authority*** we included all shares over which the holder has sole or shared investment discretion. We also included any shares over which the holder exercised trustee power in the case of thrift and savings plans. ***Voting power*** includes shares over which the holder has sole or shared voting authority. We have excluded custodian holdings, i.e., shares over which the institution has no investment or voting authority but merely acts in a safekeeping capacity.

[2] The term ***management*** is used in two distinct ways. On the one hand, the term is used to describe the administrative power exercised by an investment advisor over a mutual fund. In other instances, the term is used to describe holdings over which institutional investors exercise any management authority, i.e. voting authority, investment discretion and trustee authority.

How to Read a Stockholder Profile

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
①			
1. Exxon Corp ③	9,787,298	2.21	6,520,349
Exxon Thrift Pl/Participants (6,520,349)			
Exxon Thrift Pl–Participants (3,266,949)			
2. Chase Manhattan Corp	8,189,165	1.85	7,463,490
3. Rockefeller Family interests	7,701,600	1.74	7,701,600
Rockefeller Faoundation (2,500,000)			
② Rockefeller University (210,374)			
Rockefeller Brothers Fund (220,000)			
Descendants of John D Jr (4,771,226)			
7. TIAA-CREF	4,223,000	.94	4,223,000
College Retirement Equities Fund (4,125,000)			
Teachers Insurance & Annuity Assn (98,000)			
23. California Public Emps & Teachers Retir System ⑤	2,060,644L ④	.45	2,060,644L
27. First Chicago Corp< ⑥	1,819,838	.40	1,649,903
28. Kirby Family Group–Alleghany Corp	1,736,000	.38	1,725,000
⑦ Investors Diversified Ser Inc* (36,000)			
IDS Funds–Combined (1,700,000)			
29. Boston Co Inc	1,653,719	.36	1,029,921

① **RANK:** Holdings ranked in descending order according to investment authority and voting power.

② **FAMILY COMPLEX:** Combination of identifiable holdings of all known family members and family-controlled trusts, foundations, and corporations.

③ **THRIFT AND SAVINGS PLAN:** Includes thrift, savings, stock purchase and similar private plans that facilitate acquisition of stock by company employees. Excludes stock option plans limited solely to "key employees" such as officers/directors. Each plan entry is arranged to indicate how these shares are trusteed and voted. In the hypothetical example below, the Widget Co Thrift Plan holds 1,000 shares of Widget Co stock for 25 plan participants.

Trustee	Voting Power	CDE Entry
Company	Internal	Widget Co Widget Co Thrift Plan–Internal (1000)
Bank	Internal	ABC Bank NA Widget Co Thrift Plan–Internal (1000)
Bank	Participants	ABC Bank NA Widget Co Thrift Plan–25 Participants (1000)
Bank	Participants; pass thru to bank	ABC Bank NA Widget Co Thrift Plan/25 Participants (1000)
Bank	Participants; pass thru to company	ABC Bank NA Widget Co Thrift Plan/Internal (1000)
Bank	Bank	ABC Bank NA Widget Co Thrift Plan (1000)

④ **OFFDATING:** Holdings are for first quarter 1979 unless followed by a letter which indicates the following dates:

Period	1976	1977	1978	1979
1st Quarter	X	A	E	J
2nd Quarter		B	F	K
3rd Quarter	Y	C	G	L
4th Quarter		D	H	M

⑤ **PUBLIC EMPLOYEE PENSION FUNDS:** Identifies the administrator of state, county, and municipal public retirement systems.

⑥ **TYPE OF STOCKHOLDER:** A symbol used by the CDE to characterize certain stockholders. Indicates the principal activity of financial institutions whose corporate names do not contain key words such as "bank" and "insurance." The following four symbols are used:

< Diversified holding company
+ Investment bank or brokerage firm
* Investment company manager or advisor
# Director/Officer of profiled company

⑦ **SUB-ENTRIES:** Significant and identifiable sub-entities whose holdings are included in the total for the complex head. A ***single indentation*** indicates that the complex head ***owns*** at least 40% of the sub-entry's voting stock. Family members are also given a single indentation when listed under a family complex. A ***double indentation*** indicates that the complex head controls the sub-entry through a ***management*** relationship such as an investment advisory agreement or a trust agreement between a commercial bank and employee benefit plan.

ALLEGHENY POWER

320 Park Ave., New York, NY 10022
(212) 752-2121

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Capital Group Inc	685,000	1.98	-
Capital Research & Management Co* (685000)			
2. Clevetrust Corp	569,691	1.64	412,176
3. Kirby Family Group-Alleghany Corp<	550,000	1.59	550,000
Investors Diversified Ser Inc*			
IDS Funds-Combined (550000)			
4. Massachusetts Financial Services Inc*	380,000	1.10	380,000
5. First Union Bancorp	371,799	1.07	366,174
6. California, University of	340,000	.97	340,000
7. Tisch Family Group	322,600	.92	322,600
Loews Corp (50000)			
CNA Insur Cos/Fds-Combined (272600)			
8. Wells Fargo & Co	287,321	.82	287,321
9. Manufacturers Hanover Corp<	279,740	.80	90,930
10. Girard Co	278,638	.79	138,807
11. Wisconsin Investment Board	200,000	.57	200,000
12. Northwestern Mutual Life Insur Co	193,600	.55	193,600
13. First Pennsylvania Corp	184,984	.52	148,077
14. General Accid Fire & Life Insur (Eng)	179,800	.51	179,800
General Accid Fire & Life Assur (42800)			
Potomac Insurance Co (137000)			
15. Old Kent Financial Corp	171,350	.48	168,750
16. National City Corp	168,000	.47	142,000
17. Bank of New York Co Inc	166,460	.47	166,160
18. Winters National Corp	166,191	.47	163,675
19. Royal Insurance Co Ltd (England)	159,500	.45	159,500
Royal Insurs Cos-Combined (159500)			
20. Chemical New York Corp	151,801	.43	25,638
21. Citicorp<	148,783	.42	86,921
22. Scudder Stevens & Clark Co*	144,998	.41	-
23. Brown Bros Harriman & Co	106,960	.30	50,000
24. Charter New York Corp (10306)	106,321	.30	104,421
Irving Trust Co (96015)			
25. Continental Corp<	103,950	.29	103,950
26. Bankers Trust New York Corp	100,749	.28	75,703
27. Texas, University of	94,500	.26	94,500
28. Kentucky State Retirement System	93,139M	.26	93,139M
29. First & Merchants Corp	82,087	.23	81,887
30. Shearson Hayden Stone Inc<	80,000	.22	80,000
Bernstein-Macauley Inc (80000)			
31. American National Financial Corp<	75,000	.21	75,000
American National Insur Co (75000)			
32. New York City Teachers Retirement System	66,000F	.18	66,000F
33. Kentucky Teachers Retirement System	64,683M	.18	64,683M
	7,073,645	20.40%	5,411,412

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	37%	na
-Commercial	17	na
-Industrial	42	na
-Other	4	na
TOTAL ($ millions)	$898	$65c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	34,679	1	34,679	78,924
TOTAL VOTES (000'S)			34,679	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Sullivan & Cromwell, NY	GC	na	'78

Investment Bank

Investment Bank	Service
Goldman Sachs & Co, NY	DA

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 7.37% OF STOCK
TOP 10 HOLDERS CONTROL 11.72% OF STOCK
TOP 15 HOLDERS CONTROL 14.40% OF STOCK
TOP 20 HOLDERS CONTROL 16.74% OF STOCK

ALLIED CHEMICAL

Columbia Rd. & Park, Morristown, NJ 07960
(201) 455-2000

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Textron Inc	1,447,805L	5.08	1,447,805L
2. Solvay, Jacques Family Interests (Belgium)	1,334,671L	4.68	1,334,671L
Solvay et Cie (1334671)			
3. Boston Company Inc<	1,090,136	3.82	426,263
4. State Street Boston Corp	959,178K	3.36	959,178K
Allied Chemical Stock Pur & Sav Pl For Salaried Emps/8407 Pcts (959178)			
5. TIAA-CREF	950,956	3.33	950,956
College Retirement Equities Fund (909956)			
Teachers Insurance & Annuity Assn (41000)			
6. Mercantile Bancorporation Inc	651,424	2.28	651,424
7. Lord Abbett & Co*	629,160	2.21	629,160
8. Bankers Trust New York Corp	565,574	1.98	559,360
9. Sears Roebuck & Co	490,001	1.72	490,001
Allstate Insur Cos/Fds-Combined (490001)			
10. Marsh & Mclennan Cos Inc<	451,000	1.58	451,000
Eberstadt Asset Mngt Inc* (451000)			
11. FMR Corp	328,000	1.15	328,000
Fidelity Mngt & Research Co* (328000)			
12. Stein Roe & Farnham*	322,550	1.13	109,100
13. Robeco (Holland)	315,000	1.10	315,000
14. State Farm Mutl Automobile Insur Co	278,800	.97	278,800
State Farm Insur Cos-Combined (278800)			
15. Yale University	228,774F	.79	228,774F
16. Torray, Clark & Co Inc	187,472	.65	-
17. New England Mutual Life Insur Co	185,300	.64	-
18. First Oklahoma Bancorp Inc	167,150	.58	78,750
19. Kemper Family Group	161,100	.55	161,100
Kemper Financial Services Inc* (126400)			
Kemper Insur Cos-Combined (34700)			
20. Oppenheimer & Co+	158,100	.54	150,000
21. Lehman Brothers Kuhn Loeb Inc	153,257	.53	150,000
22. Pittsburgh National Corp	148,484	.51	134,834
23. Wertheim & Co Inc	143,225	.50	143,225
24. Morgan (J P) & Co Inc<	143,000	.50	47,000
25. Chemical New York Corp	128,472	.44	127,966
26. Capital Group Inc	125,000	.43	-
Capital Research & Management Co* (125000)			
27. Massachusetts Financial Services Inc*	110,900	.38	110,900
28. General Electric Co	108,339	.37	108,339
General Electric Pension Trust (108339)			
29. U S Trust Corp	106,321	.36	97,793
30. First National Bancorp Inc	102,702	.35	200
31. National Life Insurance Co	95,000	.32	95,000
Natl Insur Cos & Sentinel Fds (95000)			
32. Girard Co	89,689	.30	58,599
33. Wells Fargo & Co	88,748	.30	88,748
34. Midlantic Banks Inc	86,142	.29	82,254
35. Dreyfus Corp*	85,800	.29	-
36. Harvard University	82,521	.28	82,521
37. Texas Commerce Bancshares Inc	81,754	.28	17,754
38. Green (David J) & Co	76,900	.26	-
TOTALS	12,858,405	45.09%	10,894,475

Business Lines

Business Lines	Percent Op Rev	Percent Income
Nat gas, other energy	29%	77%
Inorganic Chemicals	20	16
Organic Chemicals	16	4
Nylon Fibers	15	21
Agri Chem, Coal, Other	19	(18)
TOTAL ($ millions)	$3,268	$401g

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	28,518	1	28,518	63,779
TOTAL VOTES (000'S)			28,518	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Cravath, Swaine, NY	GC	na	'78
Milbank, Tweed, NY	LT	na	'79
Dross & Levenstein, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Lehman Brothers Inc, NY	DL
Lazard Freres & Co, NY#	DC
Goldman Sachs & Co, NY	MG, PA

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 20.28% OF STOCK
TOP 10 HOLDERS CONTROL 30.05% OF STOCK
TOP 15 HOLDERS CONTROL 35.22% OF STOCK
TOP 20 HOLDERS CONTROL 38.23% OF STOCK

ALLIS-CHALMERS

1205 S. 70th St., West Allis, WI 53201
(414) 475-2000

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Morgan (J P) & Co Inc<	569,397	4.30	446,000
Allis Chalmers Sav Pl-6540 Pcts (121397)			
2. Capital Group Inc	564,000	4.25	-
Capital Research & Management Co* (554000)			
Capital Guardian Trust Co (10000)			
3. Dreyfus Corp*	436,200	3.29	436,200
4. Pioneer Western Corp<	364,200	2.75	179,288
Pioneering Management Corp* (364200)			
5. Seligman (J & W) & Co+	275,500	2.08	275,500
Union Service Corp*			
Broad Street Investing Corp (125000)			
Tri-Continental Corp (150500)			
6. Jennison Associates Capital Corp	235,600	1.78	235,600
7. Scott, David C & Family# (186165)	203,265	1.53	203,265
Scott (David C) Foundation (17100)			
8. Mutual Life Insurance Co of NY	193,700	1.46	193,700
9. Mutual Life Assurance Co of Canada	188,100	1.42	188,100
10. New York State Common Retirement Fund	160,000L	1.21	160,000L
11. Oppenheimer & Co+	159,000	1.20	155,000
12. First National Bancorp Inc	155,000	1.17	-
13. Roulston & Co Inc	137,155	1.03	-
14. Lehman Brothers Kuhn Loeb Inc	124,700	.93	115,700
15. Northwest Bancorporation<	120,350	.90	120,350
Northwestern Natl Bk Minneapolis (120350)			
16. Wells Fargo & Co	107,850	.80	107,850
17. Rockefeller Family Interests	100,000	.75	100,000
Rockefeller University (100000)			
18. Connecticut General Insurance Corp	100,000	.75	-
Conn Genl Insur Cos/Fds-Combined (100000)			
19. Continental Illinois Corp	91,100	.68	1,100
20. Merrill Lynch & Co Inc<	82,000	.61	82,000
Merrill Lynch Asset Mngt Co Inc* (82000)			
21. TRW Inc	73,500	.54	73,500
TRW Investment Manegement (73500)			
22. Vilas Fischer Associates Ltd	71,100	.53	61,100
23. Royal Insurance Co Ltd (England)	67,000	.50	67,000
Royal Insurs Cos-Combined (67000)			
24. Bjurman (George D) & Associates	60,000	.44	60,000
25. South Carolina Natl Corp	51,500	.38	51,500
26. Duke & Company Inc	48,200	.35	48,200
27. Fidelity Union Bancorp	47,600	.35	47,600
28. BEA Associates Inc	45,000	.33	45,000
29. Rainier Bancorporation	44,500	.33	41,600
30. American General Insurance Co<	43,400	.32	43,400
American Genl Insur Co-Combined (43400)			
31. Bankers Trust New York Corp	39,100	.28	26,000
32. American Express Co<	35,100	.25	35,100
American Exp Insur Cos-Combined (35100)			
33. National City Corp	34,400	.25	14,000
34. Dineen, Thomas L#	32,850	.25	32,850
35. First Bank System Inc	31,400	.23	23,600
TOTALS	5,091,767	38.41%	3,670,103

Business Lines

Business Lines	Percent Op Rev	Percent Income
Machinery & Equipment:		
-Industrial	50%	52%
-Agricultural	33	37
-Electrical Power	15	17
Power generators, other	3	(6)
TOTAL ($ millions)	$1,762	$168a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	13,255	1	13,255	27,899
TOTAL VOTES (000'S)			13,255	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Davis, Polk#, NY	LT	$638	'78
McNutt, Dudley, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Lazard Freres & Co, NY	DL, DA, DM
Warburg Paribas, IL	DA

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 16.67% OF STOCK
TOP 10 HOLDERS CONTROL 24.07% OF STOCK
TOP 15 HOLDERS CONTROL 29.32% OF STOCK
TOP 20 HOLDERS CONTROL 32.95% OF STOCK

AMAX

Amax Ctr., Greenwich, CT 06830
(203) 622-3000

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Standard Oil of California	6,870,900	19.32	6,870,900
2. Selection Trust Ltd (England)	2,669,300	7.51	2,669,300
3. Hochschild Family Interests#	1,128,260	3.17	1,128,260
Hochschild, Walter Family & Assoc (1124080)			
Hochschild Family Foundation (4180)			
4. Rowe Price (T) & Associates Inc*	996,114	2.80	164,670
5. Harris Bankcorp Inc	601,000	1.69	450,000
6. Northern Trust Corp	595,041	1.67	316,357
7. Citicorp<	474,075	1.33	269,961
8. Bankers Trust New York Corp	392,198	1.10	372,643
AMAX Thrift Pl/4418 Pcts (217534)			
AMAX St Pur Pl/634 Pcts (33195)			
9. Morgan (J P) & Co Inc<	374,000	1.05	15,000
10. Donaldson Lufkin & Jenrette Inc< (308000)	353,000	.98	-
Alliance Capital Management Corp* (45000)			
11. United States Steel Corp	348,700	.97	348,700
US Steel & Carnegie Pension Tr (348700)			
12. Pioneer Western Corp<	342,600	.95	302,100
Pioneering Management Corp* (342600)			
13. General Electric Co	325,000	.90	325,000
General Electric Pension Trust (75000)			
General Electric Credit Corp (250000)			
14. New York State Common Retirement Fund	282,000L	.78	282,000L
15. New York City Comptroller's Office	229,656K	.64	229,656K
16. Scudder Stevens & Clark Co*	227,995	.63	30,000
17. Continental Corp<	225,000	.62	225,000
18. International Telephone & Telegraph Corp<	205,000	.57	205,000
Hartford Fire Insur Co (205000)			
19. Neuberger & Berman+	196,710	.54	-
Neuberger & Berman Management Inc* (196710)			
20. California Public Emps & Teachers Retir Sys	193,333L	.53	193,333L
21. Oppenheimer & Co+	172,700	.48	170,000
22. U S Trust Corp	167,158	.46	129,788
23. Wertheim & Co Inc	156,630	.43	156,630
24. New York City Teachers Retirement System	140,200F	.38	140,200F
25. Chemical New York Corp	132,032	.36	119,151
26. Northwestern Mutual Life Insur Co	132,000	.36	132,000
27. Tisch Family Group	123,792	.34	123,792
Liberty Fund Inc (123792)			
28. Babson (David L) & Co Inc* (77457)	117,457	.32	-
Jones & Babson Inc (40000)			
29. Illinois State Teachers Retir System	115,000F	.31	115,000F
30. Girard Co	108,379	.29	58,106
31. Prudential Insurance Co of Am	106,500	.29	106,500
32. Wells Fargo & Co	106,192	.29	106,192
33. Illinois State Universities Retir System	102,000L	.28	102,000L
34. Bank of New York Co Inc	101,821	.28	101,621
35. Abbott Laboratories	100,000	.27	100,000
36. Washington Dept of Retirement Systems	97,600M	.26	97,600M
37. National Detroit Corp	96,548	.26	69,848
38. Warburg (E M) Pincus & Co Inc	91,355	.25	-
EMW Counsellors Inc (91355)			
TOTALS	19,197,246	53.98%	16,226,308

Business Lines	Percent Op Rev	Percent Income
Mining & Processing:		
-Molybdenum, Other	38%	60%
-Copper, Silver, Other	31	6
-Coal, Petr, Nat Gas	21	16
-Iron Ore, Chem, Other	11	18
TOTAL ($ millions)	$1,751	$325g

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	33,096	1	33,096	24,862
Cv Pfd Ser A	966	1	966	1,814
Pfd Ser C	1,500	1	1,500	33
TOTAL VOTES (000'S)			35,562	

Counsel/Wash Rep	Serv	Fee (000)	Year
Sullivan & Cromwell, NY	LC	na	'78
Aird & Berlis, Canada#	LC	$261	'78
Gibson, Dunn#, CA	LC	$4	'78

Investment Bank	Service
Lehman Kuhn Loeb, NY#	DL, PA, DV

Accountant

Coopers & Lybrand, NY

Concentration

TOP 5 HOLDERS CONTROL 34.49% OF STOCK
TOP 10 HOLDERS CONTROL 40.64% OF STOCK
TOP 15 HOLDERS CONTROL 44.94% OF STOCK
TOP 20 HOLDERS CONTROL 47.89% OF STOCK

AMERADA HESS

1185 Ave. of the Americas, New York, NY 10036
(212) 997-8500

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Hess Family Interests#	7,225,111	20.94	7,225,111
Hess, John B Fam & Assoc (757913)			
Hess, Leon & Assoc (5288421)			
Hess Foundation (1171187)			
Wilentz, David T (7590)			
2. Prudential Insurance Co of Am	1,746,372	5.06	1,746,372
3. Morgan (J P) & Co Inc<	1,140,000	3.30	923,000
4. Dreyfus Corp*	922,500	2.67	-
5. Equitable Life Assur Society of US	879,289	2.55	879,289
6. Baring Brothers Inc (England)	724,184	2.10	309,350
Endowment Management & Res Co* (724184)			
7. Manufacturers Hanover Corp<	564,086	1.63	550,411
8. Massachusetts Financial Services Inc*	554,100	1.31	554,100
9. Bankers Trust New York Corp	552,644	1.60	538,585
10. Continental Corp<	526,832	1.53	526,832
11. Lazard Freres & Co	494,923F	1.43	426,373F
12. Chemical New York Corp	492,038	1.43	36,223
13. FMR Corp	351,144	1.02	351,144
Fidelity Mngt & Research Co* (351144)			
14. Lehman Brothers Kuhn Loeb Inc	271,002	.78	270,000
15. Wellington Management Co*	249,830	.71	-
16. Marsh & Mclennan Cos Inc<	225,500	.64	80,500
Putnam Management Co* (225500)			
17. Sears Roebuck & Co	209,400	.60	209,400
Allstate Insur Cos/Fds-Combined (209400)			
18. United States Steel Corp	204,794	.58	204,794
US Steel & Carnegie Pension Tr (204794)			
19. Dodge & Cox Inc*	179,366	.51	179,366
20. State Mtl Life Assur Co of America	163,500	.46	163,500
State Mtl Life Insur/Fds-Combined (163500)			
21. New York State Common Retirement Fund	159,900L	.45	159,900L
22. New York City Teachers Retirement System	148,200F	.42	148,200F
23. American General Insurance Co<	146,575	.41	146,575
American Genl Insur Co-Combined (146575)			
24. CBT Corp	133,511	.38	97,311
25. Neuberger & Berman+	126,900	.36	-
Neuberger & Berman Management Inc* (126900)			
26. Templeton (John M) Family Interests	123,750	.35	-
Templeton Invest Counsel Ltd* (Canada)			
27. US & Foreign Securities Corp	123,000	.35	123,000
28. First Manhattan Co	122,145	.34	-
29. Oppenheimer & Co+	109,675	.31	10,514
30. Warburg (E M) Pincus & Co Inc	105,113	.29	-
EMW Counsellors Inc (105113)			
31. Connecticut General Insurance Corp	105,000	.29	63,000
Conn Genl Insur Cos/Fds-Combined (105000)			
32. Lord Abbett & Co*	101,796	.29	101,796
33. Vilas Fischer Associates Ltd	96,750	.27	45,195
34. Citicorp<	89,523	.25	89,523
35. General American Investors Co Inc	87,229	.25	58,690
36. Hearin, Robert M#	81,229	.23	81,229
TOTALS	19,536,911	56.63%	16,299,283

Business Lines

Business Lines	Percent Op Rev	Percent Income
Petroleum Products	74%	na
Crude Oil	20	na
Natural Gas	4	na
Other	3	na
TOTAL ($ millions)	$4,701	$142c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	30,177	1	30,177	21,405
$3.50 Pfd	4,325	1	4,325	8,936
TOTAL VOTES (000'S)			34,502	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Milbank, Tweed#, NY	LC	$586	'78
Wilentz, Goldman#, NJ	LC	$166	'78
Birch, de Jongh, VA	LC	na	'78

Investment Bank

Investment Bank	Service
Dillon, Read & Co, NY	MI

Accountant

Arthur Young & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 34.53% OF STOCK
TOP 10 HOLDERS CONTROL 43.00% OF STOCK
TOP 15 HOLDERS CONTROL 48.39% OF STOCK
TOP 20 HOLDERS CONTROL 51.23% OF STOCK

AMERICAN ELEC POWER

2 Broadway, New York, NY 10004
(212) 422-4800

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. American Electric Power Co Inc American Electric Power Service (1028500)	1,028,500	.92	1,028,500
2. Bankers Trust New York Corp American Electric Power Emp Savings Plan-1385 Pcts (270757)	647,528	.58	356,724
3. Dupont Family Interests Du Pont (E I) de Nemours & Co Inc (530000) Wilmington Trust Co (78570)	608,570	.54	69,690
4. Wells Fargo & Co	359,431	.31	359,431
5. Fidelcor Inc	280,865	.25	280,865
6. First Pennsylvania Corp	277,774	.25	160,551
7. Chase Manhattan Corp	274,724	.25	245,989
8. Continental Corp<	262,788	.23	262,788
9. Bank of New York Co Inc	242,008	.21	239,966
10. United States Fidelity & Guaranty Co	223,637	.19	223,637
TOTALS	4,205,825	3.80%	3,228,141

Business Lines

	Percent Op Rev	Percent Income
Electricity-Residential	27%	na
-Industrial	33	na
-Commercial	15	na
-Wholesale, Other	23	na
Other	3	na
TOTAL ($ millions)	$2,389	$236c

Stock Class

	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	110,675	1	110,675	281,846
TOTAL VOTES (000'S)			110,675	

Counsel/Wash Rep

	Serv	Fee (000)	Year
Simpson, Thacher#, NY	LC	$2244	'78
Morgan, Lewis#, PA	LC	na	'78
Clifford, Glass, DC	WR	na	'78

Investment Bank

	Service
Blyth Eastman Dillon, NY	DA
Kuhn Loeb & Co Inc, NY	DL

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 2.64% OF STOCK
TOP 10 HOLDERS CONTROL 3.80% OF STOCK
TOP 15 HOLDERS CONTROL 3.80% OF STOCK
TOP 20 HOLDERS CONTROL 3.80% OF STOCK

AMERICAN NATURAL RESOURCES

1 Woodward, Detroit, MI 48226, (313) 965-1200

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Bank of New York Co Inc	655,681	2.98	465,866
2. Citicorp<	600,747	2.73	5,063
American Natl Resources Emps Savings Plan-3780 Pcts (350000)			
American Natl Resources Emp St Ownership Plan-6643 Pcts (172000)			
3. TIAA-CREF	556,100	2.53	556,100
College Retirement Equities Fund (556100)			
4. Provident National Corp<	427,893	1.95	320,297
5. Graves Family Interests	339,038G	1.54	339,038G
Graves Family Trusts (296755)			
Graves, Mrs William H (113)			
Graves, James T Fam & Assoc (30250)			
Graves, Lowell P & Fam (2825)			
Graves, Dwight L & Fam (9095)			
6. Scudder Stevens & Clark Co*	296,732	1.35	-
7. Detroitbank Corp	291,118	1.32	287,418
8. Lazard Freres & Co	264,215	1.20	252,700
9. Old Kent Financial Corp	235,868	1.07	232,936
10. First & Merchants Corp	207,383	.93	201,448
11. Savings Banks Trust Co	195,200	.88	14,500
12. Batterymarch Financial Mngt Corp	168,100	.75	168,100
13. Chase Manhattan Corp	164,439	.75	111,481
14. Fidelity Union Bancorp	160,021	.72	157,536
15. Bam, Foster Interests	146,138X	.65	146,138X
16. National Life Insurance Co	138,000	.62	138,000
Natl Insur Cos & Sentinel Fds (138000)			
17. First Chicago Corp<	124,052	.55	119,252
18. Virginia National Bankshares Inc	122,622	.55	110,688
19. American Express Co<	118,797	.53	118,797
American Exp Insur Cos-Combined (118797)			
20. Royal Insurance Co Ltd (England)	116,200	.52	116,200
Royal Insurs Cos-Combined (116200)			
21. National City Corp	115,000	.51	112,000
22. Bankers Trust New York Corp	112,344	.50	90,971
23. Zurich Insurance Co (Switzerland)	111,900	.50	111,900
24. Phipps Family Interests	111,618	.50	98,018
Bessemer Trust Co NA (111618)			
25. Wellington Management Co*	104,900	.47	-
26. Charter New York Corp (3031)	104,582	.47	95,588
Irving Trust Co (101551)			
27. First Pennsylvania Corp (98449)	103,749	.46	73,982
Vestaur Corp (5300)			
28. New York State Common Retirement Fund	103,700L	.45	103,700L
29. Argus Research Corp	96,600	.43	48,300
Argus Investors Counsel Inc (96600)			
30. Pioneer Western Corp<	94,155	.42	94,155
Pioneering Management Corp* (94155)			
31. Federated Investors Inc<	93,100	.41	-
Federated Research Corp* (93100)			
32. Wells Fargo & Co	85,398	.38	85,398
33. Manufacturers Hanover Corp<	76,728	.34	67,639

CONTINUED ON NEXT PAGE

Business Lines

Business Lines	Percent Op Rev	Percent Income
Nat Gas-Space Heating	51%	98%
-Industrial	30	
-Storage, Other	8	
Trucking, Other	11	2
TOTAL ($ millions)	$1,963	$211a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	21,995	1	21,995	49,576
TOTAL VOTES (000'S)			21,995	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Sidley & Austin#, IL	LC	$983	'78
Shannon & Morley, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Dillon, Read & Co, NY	CL, DA
Merrill Lynch, NY	CC
Salomon Brothers, NY	CC, DA

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 11.73% OF STOCK
TOP 10 HOLDERS CONTROL 17.62% OF STOCK
TOP 15 HOLDERS CONTROL 21.41% OF STOCK
TOP 20 HOLDERS CONTROL 24.23% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
34. Financial General Bankshares Inc	76,631	.34	76,431
35. Beck Mack & Oliver	76,228	.34	76,078
36. Stanford University	75,451F	.33	75,451F
37. Northwestern Mutual Life Insur Co	75,000	.33	75,000
38. First Commercial Banks Inc	73,263	.32	73,263
39. Dodge & Cox Inc*	73,184	.32	73,184
40. Robeco (Holland)	72,000	.32	72,000
41. Security Pacific Corp<	70,698	.31	56,625
42. Crum & Foster< Crum & Foster Insur Cos-Combined (70000)	70,000	.31	70,000
43. U S Trust Corp	69,466	.31	62,039
44. Bank of Tokyo Ltd	65,955	.29	28,965
45. General Accid Fire & Life Insur (Eng) Camden Fire Insurance Association (65000)	65,000	.29	65,000
46. Capital Group Inc Capital Research & Management Co* (22900) Capital Guardian Trust Co (42000)	64,900	.29	-
47. First Bank System Inc	63,173	.28	56,974
48. Continental Corp<	62,143	.27	62,143
49. Girard Co	61,939	.27	25,919
50. Chemical New York Corp	61,867	.27	60,567
51. Wilkins & Nanovic Associates	60,300	.26	60,300
52. Heritage Wisconsin Corp	58,211	.25	3,211
53. Barnett Banks of Florida Inc	57,000	.25	53,000
54. Lincoln National Corp< Lincoln Natl Insur/Fds-Combined (52225)	52,225	.23	52,225
55. Harris Bankcorp Inc	52,000	.23	26,000
56. Hartford National Corp	47,658	.21	47,296
57. Marine Midland Banks Inc	46,815	.20	46,815
58. Heller (Walter E) International Corp American Natl Bk & Tr Co/Chicago (46487)	46,487	.20	42,750
59. National Detroit Corp	45,560	.20	43,998
60. New York City Comptroller's Office	45,000K	.20	45,000K
61. Neuberger & Berman+ Neuberger & Berman Management Inc* (44468)	44,468	.19	-
TOTALS	8,374,740	38.08%	6,273,443

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Petrofina S A (Belgium) American Petrofina Exploration Co (7693477)	7,693,477	72.10	7,693,477
2. First International Bancshares Inc American Petrofina Thrift & Savings Plans (590691)	598,062	5.60	-
3. Galland, R I#	30,075	.27	30,075
4. Morgan (J P) & Co Inc<	29,000	.26	29,000
TOTALS	8,350,614	78.26%	7,752,552

AMERICAN PETROFINA

Fina Plz., Dallas, TX 75206
(214) 750-2400

Business Lines

	Percent Op Rev	Percent Income
Crude Oil, Gas Products:		
-Gasoline	43%	69%
-Distillate	23	
-Other	20	
-Plastics	14	31
TOTAL ($ millions)	$1,168	$718

Stock Class

	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common Cl A	9,671	1	9,671	5,220
Common Cl B	1,000	1	1,000	2
TOTAL VOTES (000'S)			10,671	

Counsel/Wash Rep

	Serv	Fee (000)	Year
Davis, Polk, NY	SP	na	'78
Thompson, Knight, TX	LC	na	'78

Investment Bank

	Service
Warburg Paribas, IL	DA

Accountant

Peat, Marwick, Mitchell & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 78.26% OF STOCK
TOP 10 HOLDERS CONTROL 78.26% OF STOCK
TOP 15 HOLDERS CONTROL 78.26% OF STOCK
TOP 20 HOLDERS CONTROL 78.26% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Mellon National Corp	7,582,881	17.18	-
Armco Thrift Plans-12000 Pcts (7582881)			
2. Capital Group Inc	3,497,500	7.92	982,200
Capital Research & Management Co* (1270500)			
Capital Guardian Trust Co (2227000)			
3. Lord Abbett & Co*	1,652,700	3.74	1,652,700
4. Massachusetts Financial Services Inc*	750,000	1.70	750,000
5. Ohio Public Employees Retir System	514,500M	1.17	514,500M
6. Scudder Stevens & Clark Co*	475,159	1.08	900
7. Stanford University	271,600F	.61	271,600F
8. Wachovia Corp	254,756	.57	210,406
9. Bankers Trust New York Corp	221,205	.50	180,840
10. Western Bancorporation<	207,635	.46	207,134
11. Princeton University	185,000M	.41	185,000M
12. Wells Fargo & Co	167,886	.37	167,886
13. American Express Co<	166,500	.37	166,500
American Exp Insur Cos-Combined (166500)			
14. Morgan (J P) & Co Inc<	142,000	.31	16,000
15. Batterymarch Financial Mngt Corp	112,600	.25	112,600
16. Vilas Fischer Associates Ltd	108,550	.25	107,450
17. Verity, William C Jr#	106,755	.23	106,755
18. Lazard Freres & Co	101,150	.22	88,500
19. Iowa Public Employees Retirement System	92,500L	.20	92,500L
TOTALS	16,610,877	37.63%	5,813,471

ARMCO

703 Curtis St., Middletown, OH 45043
(513) 425-6541

Business Lines	Percent Op Rev	Percent Income
Carbon & Specialty Steel	64%	48%
Oil Equip & Production	16	29
Fabricated Metal Prod	13	9
Aerospace, Plastic, Othe	5	5
Coal, Iron Ore, Other	2	9
TOTAL ($ millions)	$4,400	$471a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	44,145	1	44,145	67,757
TOTAL VOTES (000'S)			44,145	

Counsel/Wash Rep	Serv	Fee (000)	Year
Breed, Abbott & Morgan, NY	LC	na	'78
Patton, Boggs & Blow, DC	WR	na	'78
Johnson, Dunnigan, KY	LC	na	'79

Investment Bank	Service
Smith Barney, NY	DL
Goldman Sachs & Co, NY	DC

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 31.71% OF STOCK
TOP 10 HOLDERS CONTROL 34.95% OF STOCK
TOP 15 HOLDERS CONTROL 36.70% OF STOCK
TOP 20 HOLDERS CONTROL 37.63% OF STOCK

ASHLAND OIL

Ashland Dr., Russell, KY 41169
(606) 329-3333

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Chemical New York Corp Ashland Oil Emp Thrift Plan/11089 Pcts (1668326)	1,668,326	7.26	1,668,326
2. Pearson (S) & Son Ltd (England) Midhurst Corp (515634)	515,634	2.24	515,634
3. First Bank System Inc	267,532	1.16	267,532
4. Oppenheimer & Co+	262,080	1.14	242,300
5. Fisher, J Robert	255,000X	1.11	255,000X
6. Dreyfus Corp*	246,450	1.07	-
7. Tennessee National Bancshares Inc Blount National Bank (245162)	245,162$	1.07	245,162$
8. Marsh & Mclennan Cos Inc< Putnam Management Co* (220800)	220,800	.95	-
9. Institutional Capital Corp	200,000	.86	63,100
10. Erickson Family Interests# Erickson, Eugene W & Assoc (53805) Erickson, Maybelle (145000$)	198,805	.86	198,805
11. Centran Corp	153,940	.66	153,940
12. Ross, F H Jr & Assoc#	129,624	.55	129,624
13. First Security Corp of Kentucky	119,364	.51	119,364
14. Addington, Robert	101,800$	.43	101,800$
15. Bancoklahoma Corp/Bk of Oklahoma NA	78,540	.33	78,540
16. Gulf & Western Industries Inc<	73,750	.31	73,750
17. I S I Corp* I S I Funds-Combined (68100)	68,100	.29	68,100
18. Northern Trust Corp	63,784	.27	37,390
19. Reigeluth, Robert S & Assoc#	61,250	.26	61,250
20. Vandeveer, James W & Affiliates#	56,411	.25	56,411
21. Fiduciary Trust Co of New York	53,306	.22	53,306
22. Harris Bankcorp Inc	52,000	.22	50,000
23. Texas State Employees Retir System	45,100L	.19	45,100L
TOTALS	5,136,758	22.36%	4,484,434

Business Lines

Business Lines	Percent Op Rev	Percent Income
Petroleum & Petr Prod	67%	58%
Chemicals	16	11
Construction Materials	14	12
Oil, Gas Expl, Coal	6	27
Inter-co Items, Other	(4)	(8)
TOTAL ($ millions)	$5,426	$353a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	22,444	1	22,444	61,268
Pfd Ser 1969	527	1	527	10
TOTAL VOTES (000'S)			22,970	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Cravath, Swaine#, NY	LC	$247	'78
Greenebaum, Doll#, KY	LC	$111	'78
Wyman, Bautzer, CA	WR	na	'78

Investment Bank

Investment Bank	Service
Dillon, Read & Co, NY	DL
Lehman Brothers Inc, NY	DC, DA
Blyth Eastman Dillon, NY	DC

Accountant

Ernst & Whinney, OH

Concentration

TOP 5 HOLDERS CONTROL 12.92% OF STOCK
TOP 10 HOLDERS CONTROL 17.76% OF STOCK
TOP 15 HOLDERS CONTROL 20.30% OF STOCK
TOP 20 HOLDERS CONTROL 21.71% OF STOCK

ATLANTA GAS LIGHT

235 Peachtree St. N.E., Atlanta, GA 30302
(404) 572-0123

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. First National Holding Corp	214,556	4.73	214,556
2. Pioneer Western Corp<	177,000	3.90	177,000
Pioneering Management Corp* (177000)			
3. Batterymarch Financial Mngt Corp	40,300	.88	40,300
4. Trust Co of Georgia	24,376	.53	24,376
5. Citizens & Southern National Bk (Georgia)	19,387	.42	15,409
6. Arnold, Robert O Family & Assoc#	17,650	.38	17,650
7. Interfinancial Inc<	13,000	.28	13,000
Interfinancial Insur Cos-Combined (13000)			
8. Shapard, Robert P Jr#	10,435	.22	10,435
TOTALS	516,704	11.39%	512,726

Business Lines

Business Lines	Percent Op Rev	Percent Income
Natural Gas-Residential	41%	na
-Industrial	36	na
-Commercial	22	na
-Other	1	na
TOTAL ($ millions)	$436	$17c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	4,536G	1	4,536	13,122
TOTAL VOTES (000'S)			4,536	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Hansell, Post#, GA	GC	$320	'78

Investment Bank

Investment Bank	Service
Merrill Lynch W Weld, NY	DL
Salomon Brothers, NY	DC

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 10.49% OF STOCK
TOP 10 HOLDERS CONTROL 11.39% OF STOCK
TOP 15 HOLDERS CONTROL 11.39% OF STOCK
TOP 20 HOLDERS CONTROL 11.39% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Citicorp<	3,441,937	3.09	1,501,315
2. Security Pacific Corp<	3,334,958	2.99	207,872
Atlantic Richfield Thrift & Savings Plans-18045 Pcts (3106140)			
3. Manufacturers Hanover Corp<	2,458,449	2.20	1,278,712
4. Evans, Thomas Mellon Family Interests	2,060,115A	1.85	2,060,115A
Crane Co (2060115)			
5. Kirby Family Group-Alleghany Corp<	1,641,200	1.47	1,549,100
IDS Life Insurance Co (60000)			
Investors Diversified Ser Inc* (389800)			
IDS Funds-Combined (1191400)			
6. Chemical New York Corp	1,401,327	1.26	855,300
Anaconda Sav Fd-6608 Pcts (519732)			
7. Prudential Insurance Co of Am	1,243,400	1.11	1,243,400
8. Harris Bankcorp Inc	1,228,000	1.10	971,000
9. California Public Emps & Teachers Retir Sys	1,227,600L	1.10	1,227,600L
10. Chase Manhattan Corp	1,162,355	1.04	941,566
11. Mellon National Corp	1,134,260	1.02	620,852
12. Marsh & Mclennan Cos Inc<	1,063,420	.94	685,020
Putnam Management Co* (582900)			
Eberstadt Asset Mngt Inc* (480520)			
13. Sarofim (Fayez) & Co	953,069	.84	953,069
14. Babson (David L) & Co Inc* (855881)	940,881	.83	-
Jones & Babson Inc (85000)			
15. Scudder Stevens & Clark Co*	922,551	.82	117,000
16. Wells Fargo & Co	911,813	.81	911,813
17. First Chicago Corp<	886,878	.79	802,614
18. Bankamerica Corp<	876,206	.78	-
Atlantic Richfield ESOP-27734 (876206)			
19. Girard Co	835,152	.75	570,531
20. First National Boston Corp	727,445	.64	663,145
21. TIAA-CREF	720,300	.64	720,300
College Retirement Equities Fund (700300)			
Teachers Insurance & Annuity Assn (20000)			
22. Jennison Associates Capital Corp	671,000	.59	671,000
23. First Pennsylvania Corp (642763)	648,449	.57	481,921
Vestaur Corp (5686)			
24. Dupont Family Interests	625,671	.55	80,441
Delfi Management Inc* (30000)			
Du Pont (E I) de Nemours & Co Inc (524000)			
Wilmington Trust Co (71671)			
25. Rowe Price (T) & Associates Inc*	618,360	.54	202,210
26. Bankers Trust New York Corp	610,030	.54	555,721
27. Crocker National Corp	607,798	.53	384,613
28. Wellington Management Co*	606,425	.53	38,200
29. General Electric Co	598,000	.53	598,000
Elfun Trusts (80000)			
General Electric Pension Trust (510000)			
General Electric Medical Trust (8000)			
30. California, University of	581,009	.51	581,009
31. Aetna Life & Casualty Co	576,200	.51	576,200
Aetna Insur Cos/Fds-Combined (576200)			

CONTINUED ON NEXT PAGE

ATLANTIC RICHFIELD

515 S. Flower St., Los Angeles, CA 90071
(213) 486-3511

Business Lines

Business Lines	Percent Op Rev	Percent Income
Natural Gas, Oil	84%	114
Petrochemicals	12	7
Copper, Alum, Uranium	14	4
Inter-co Sales, Other	(10)	(24
TOTAL ($ millions)	$12,739	$1,400

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	111,545	1	111,545	196,15
TOTAL VOTES (000'S)			111,545	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Hughes, Hubbard, NY	LC	$261	'78
Covington & Burling, DC	WR	na	'78
Schiff, Hardin, IL	LT	na	'78

Investment Bank

Investment Bank	Service
Smith Barney, NY	DL, DA
Merrill Lynch, NY	DC
Salomon Brothers, NY	MG, DA

Accountant

Coopers & Lybrand, NY

Concentration

TOP 5 HOLDERS CONTROL 11.60% OF STOCK
TOP 10 HOLDERS CONTROL 17.21% OF STOCK
TOP 15 HOLDERS CONTROL 21.71% OF STOCK
TOP 20 HOLDERS CONTROL 25.51% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
32. First Union Bancorp	562,198	.50	539,448
33. Equitable Life Assur Society of US	561,500	.50	561,500
34. Ohio State Teachers Retir System	544,200	.48	544,200
35. New York State Teachers Retir Fund	530,000	.47	530,000
36. Kemper Family Group	493,169	.43	493,169
Kemper Financial Services Inc* (466469)			
Kemper Insur Cos-Combined (26700)			
37. Northern Trust Corp	491,346	.43	449,022
38. Donaldson Lufkin & Jenrette Inc< (419422)	469,422	.41	-
Alliance Capital Management Corp* (50000)			
39. Sears Roebuck & Co	440,200	.38	440,200
Sears Invest Mngt-Pen & Saving Pls (210400)			
Allstate Insur Cos/Fds-Combined (229800)			
40. Seligman (J & W) & Co+	440,000	.38	440,000
Union Service Corp*			
Broad Street Investing Corp (60000)			
National Investors Corp (200000)			
Tri-Continental Corp (180000)			
41. Wachovia Corp	423,000	.37	363,644
42. Travelers Corp<	422,515	.37	349,539
43. Clevetrust Corp	415,941	.36	379,241
44. Mercantile Bankshares Corp<	414,215	.36	237,777
45. Western Bancorporation<	411,245	.36	392,593
46. Connecticut General Insurance Corp	401,700	.35	299,000
Conn Genl Insur Cos/Fds-Combined (401700)			
47. Harvard University	368,834	.32	368,834
48. Metropolitan Life Insurance Co	364,450	.32	364,450
49. Marine Midland Banks Inc	364,256	.32	364,256
50. Bjurman (George D) & Associates	362,400	.31	362,400
51. FMR Corp	358,400	.31	358,400
Fidelity Mngt & Research Co* (358400)			
52. John Hancock Mutual Life Insur Co	358,200	.31	358,200
53. Provident National Corp<	344,359	.30	281,896
54. Continental Illinois Corp	332,984	.29	270,225
55. Heller (Walter E) International Corp	324,815	.28	245,540
American Natl Bk & Tr Co/Chicago (324815)			
56. Detroitbank Corp	324,192	.28	322,872
57. New York State Common Retirement Fund	323,000L	.28	323,000L
58. Fidelcor Inc	321,274	.28	321,274
59. Baring Brothers Inc (England)	319,600	.28	184,300
Endowment Management & Res Co* (319600)			
60. Ohio Public Employees Retir System	317,100M	.27	317,100M
61. Ford Foundation	316,500	.27	316,500
62. New York City Comptroller's Office	314,100K	.27	314,100K
63. Minnesota State Board of Investment	314,000K	.27	314,000K
64. Washington Dept of Retirement Systems	314,000M	.27	314,000M
65. Continental Investment Corp<	291,650	.25	291,650
Waddell & Reed Fds-Combined (291650)			
66. U S Trust Corp	278,583	.25	207,305
67. National Detroit Corp	278,127	.25	237,564
68. New England Mutual Life Insur Co	276,582	.25	116,354
69. Forstmann-Leff Associates	262,400	.23	262,400
TOTALS	49,764,715	44.61%	34,885,592

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Hughes, Howard R Jr Estate	212,035M	7.16	212,035M
2. Pioneer Corp (Texas)	172,400M	5.82	172,400M
TOTALS	384,435	12.99%	384,435

ATLAS CORP

353 Nassau St., Princeton, NJ 08540
(609) 921-2000

Business Lines	Percent Op Rev	Percent Income
Uranium, Steel Alloys	53%	(90%)
Concrete, Building Suppl	24 }	195
Shoe Parts, Other	23 }	
TOTAL ($ millions)	$71	$2c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	2,960F	1	2,960	40,103
TOTAL VOTES (000'S)			2,960	

Counsel/Wash Rep	Serv	Fee (000)	Year
Simpson, Thacher#, NY	GC	$430	'79
Winston & Strawn, IL	LT	na	'78

Investment Bank	Service
Lehman Kuhn Loeb, NY#	NA

Accountant

Coopers & Lybrand, NY

Concentration

TOP 5 HOLDERS CONTROL 12.99% OF STOCK
TOP 10 HOLDERS CONTROL 12.99% OF STOCK
TOP 15 HOLDERS CONTROL 12.99% OF STOCK
TOP 20 HOLDERS CONTROL 12.99% OF STOCK

BALTIMORE GAS & ELEC

Charles Ctr., Baltimore. MD 21201
(301) 234-5811

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. California, University of	650,714	2.10	650,714
2. TIAA-CREF	595,500	1.92	595,500
College Retirement Equities Fund (530000)			
Teachers Insurance & Annuity Assn (65500)			
3. Continental Investment Corp<	270,400	.86	270,400
Waddell & Reed Fds-Combined (270400)			
4. Mercantile Bancorporation Inc	254,912	.81	254,912
5. Union Trust Bancorp	252,554	.80	252,554
6. State Farm Mutl Automobile Insur Co	250,000	.80	250,000
State Farm Insur Cos-Combined (250000)			
7. Continental Corp<	235,398	.75	235,398
8. Mercantile Bankshares Corp<	228,569	.73	85,466
9. Marine Midland Banks Inc	215,630	.68	215,630
10. Kirby Family Group-Alleghany Corp<	200,000	.63	200,000
Investors Diversified Ser Inc* (100000)			
IDS Funds-Combined (100000)			
11. Wisconsin Investment Board	190,000	.60	190,000
12. Citicorp<	180,372	.57	90,744
13. Maryland National Corp (160685)	171,642	.54	171,342
Redwood Capital Mngt Inc (10957)			
14. Ohio Public Employees Retir System	162,080M	.51	162,080M
15. American Express Co<	159,980	.51	159,980
American Exp Insur Cos-Combined (159980)			
16. Texas, University of	155,320	.50	155,320
17. Illinois State Board of Investment	150,000K	.47	150,000K
18. Oppenneimer & Co+	131,806	.41	70,000
19. United States Fidelity & Guaranty Co	125,000	.39	125,000
20. Capital Group Inc	124,500	.39	-
Capital Research & Management Co* (124500)			
21. Boston Company Inc<	121,384	.38	10,234
22. Morgan (J P) & Co Inc<	120,000	.38	19,000
23. Wells Fargo & Co	114,555	.36	114,555
24. Travelers Corp<	112,235	.35	108,900
25. First Maryland Bancorp	107,905	.34	95,603
26. Stone, W Clement Family Interests	106,300	.33	106,300
Combined Insur Cos-Combined (106300)			
27. Lord Abbett & Co*	105,000	.33	105,000
28. General Electric Co	100,000	.31	100,000
General Electric Pension Trust (100000)			
29. Tisch Family Group	96,100	.30	96,100
CNA Insur Cos/Fds-Combined (96100)			
30. Alabama Bancorp	92,060	.29	5,060
31. Union National Bk of Pittsburgh	89,209F	.28	64,116F
32. Exxon Corp	88,800	.28	88,800
33. Aetna Life & Casualty Co	86,800	.27	86,800
Aetna Insur Cos/Fds-Combined (86800)			
34. Heller (Walter E) International Corp	81,523	.25	74,020
American Natl Bk & Tr Co/Chicago (81523)			
35. Royal Insurance Co Ltd (England)	81,000	.25	81,000
Royal Insurs Cos-Combined (81000)			
TOTALS	6,207,248	20.00%	5,440,528

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity	72%	88%
Natural Gas	27	12
Steam	1	-
TOTAL ($ millions)	$974	$197a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	31,039	1	31,039	89,249
TOTAL VOTES (000'S)			31,039	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Miller & Chevalier, DC	WR	na	'78
Shaw, Pittman, Potts, DC	WR	na	'78
Steptoe & Johnson, DC	WR	na	'78

Investment Bank

Investment Bank	Service
First Boston Corp, NY	CL
Bache Halsey Stuart, NY	CC
Brown (Alex) & Sons, MD	CC

Accountant

Coopers & Lybrand, NY

Concentration

TOP 5 HOLDERS CONTROL 6.52% OF STOCK
TOP 10 HOLDERS CONTROL 10.16% OF STOCK
TOP 15 HOLDERS CONTROL 12.94% OF STOCK
TOP 20 HOLDERS CONTROL 15.16% OF STOCK

BENDIX CORP

Bendix Ctr., Southfield, MI 48076
(313) 352-5000

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Citicorp<	3,848,302	17.08	-
Bendix Salaried Emps Sav & Stock Ownership Pl-14708 Pcts (3848302)			
2. New Jersey Division of Investment	450,000M	2.00	450,000M
3. TIAA-CREF	365,001	1.62	365,001
College Retirement Equities Fund (350000)			
Teachers Insurance & Annuity Assn (15001)			
4. Crocker National Corp	346,016	1.54	211,231
5. Brown Bros Harriman & Co	319,891	1.42	170,950
6. Morgan (J P) & Co Inc<	285,000	1.27	134,000
7. Bankers Trust New York Corp	280,276	1.24	269,174
8. Hospital Trust Corp	218,453	.96	217,413
9. Robeco (Holland)	204,000	.90	204,000
10. Continental Illinois Corp	190,752	.84	136,777
11. Baring Brothers Inc (England)	154,100	.67	46,000
Endowment Management & Res Co* (154100)			
12. General Electric Co	150,000	.66	150,000
General Electric Pension Trust (150000)			
13. National Securities & Research Corp*	150,000	.66	150,000
14. Wells Fargo & Co	99,815	.43	99,815
15. First Kentucky Natl Corp	98,980	.43	98,413
16. Roulston & Co Inc	91,900	.40	-
17. Provident National Corp<	91,528	.40	63,090
18. National Investment Ser of America Inc	89,300Y	.39	89,300Y
19. GEICO Corp	66,300	.28	66,300
GEICO Insur Cos-Combined (66300)			
20. First & Merchants Corp	63,537	.27	63,537
21. Cornell University	60,000M	.26	60,000M
22. Baker Fentress & Co	59,576	.25	59,576
23. Heller (Walter E) International Corp	56,067	.25	47,797
American Natl Bk & Tr Co/Chicago (56067)			
24. US Bancorp	53,698	.23	52,998
25. Indiana National Corp	53,652	.23	52,752
26. Andrecom Advisors Corp	48,900	.21	48,900
27. Aetna Life & Casualty Co	48,100	.20	47,600
Aetna Insur Cos/Fds-Combined (48100)			
28. Girard Co	45,879	.19	22,712
TOTALS	7,989,023	35.46%	3,377,336

Business Lines

Business Lines	Percent Op Rev	Percent Income
Automotive Parts	52%	52%
Weapons, Electronics	24	27
Timber Products	12	11
Industrial, Energy Equip	8	9
Inter-co Trans	5	1
TOTAL ($ millions)	$3,649	$328a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	22,222G	1	22,222	35,500
Ser A $3 Pfd	307G	1	307	1,800
TOTAL VOTES (000'S)			22,529	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Hughes, Hubbard#, NY	GC	$261	'78
Busby, Rehm & Leonard, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Morgan Stanley & Co, NY	DL
Lehman Brothers Inc, NY	DC

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 23.65% OF STOCK
TOP 10 HOLDERS CONTROL 28.89% OF STOCK
TOP 15 HOLDERS CONTROL 31.78% OF STOCK
TOP 20 HOLDERS CONTROL 33.57% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Morgan (J P) & Co Inc<	2,065,563	4.73	236,000
Bethlehem Steel Savings Plan For Sal Emps-24135 (1711563)			
2. Lord Abbett & Co*	1,549,900	3.55	1,549,900
3. Manufacturers Hanover Corp<	649,926	1.49	38,605
4. New York State Teachers Retir Fund	570,000	1.31	570,000
5. Capital Group Inc	400,000	.91	-
Capital Research & Management Co* (400000)			
6. Connecticut General Insurance Corp	306,000	.69	260,000
Conn Genl Insur Cos/Fds-Combined (306000)			
7. Robeco (Holland)	300,000	.68	300,000
Rolinco (300000)			
8. Los Angeles County Employees Retir Assoc	275,000M	.62	275,000M
9. TIAA-CREF	270,000	.61	270,000
College Retirement Equities Fund (270000)			
10. Brundage Story & Rose	247,577	.56	247,577
11. Ohio Public Employees Retir System	242,500M	.55	242,500M
12. Torray, Clark & Co Inc	234,500	.53	-
13. FMR Corp	200,000	.45	200,000
Fidelity Mngt & Research Co* (200000)			
14. Penn Square Management Corp*	200,000	.45	200,000
Penn Square Mutual Fund (200000)			
15. Wachovia Corp	199,689	.45	158,689
16. Argus Research Corp	172,000	.38	86,000
Argus Investors Counsel Inc (172000)			
17. New/York City Comptroller's Office	161,600K	.36	161,600K
18. Wisconsin Investment Board	161,300	.36	161,300
19. Vilas Fischer Associates Ltd	151,155	.34	111,000
20. Wells Fargo & Co	140,834	.31	140,834
21. Century Capital Associates	136,700	.30	-
22. Princeton University	135,000M	.30	135,000M
23. Washington Dept of Retirement Systems	131,000M	.29	131,000M
24. American Express Co<	125,000	.28	125,000
American Exp Insur Cos-Combined (125000)			
25. BEA Associates Inc	115,000	.25	115,000
26. Heller (Walter E) International Corp	112,237	.25	93,730
American Natl Bk & Tr Co/Chicago (112237)			
27. Jefferson-Pilot Corp<	109,500	.25	109,500
28. Guardian Life Insur Co of America	105,000	.23	105,000
29. Alabama Bancorp	95,990	.21	13,735
30. Stanford University	93,380F	.20	93,380F
31. Crocker National Corp	92,944	.20	5,944
TOTALS	9,749,295	22.33%	6,136,294

BETHLEHEM STEEL

Bethlehem, PA 18016
(215) 694-2424

Business Lines	Percent Op Rev	Percent Income
Steel & Steel Products	92%	na
Coal, Plastics, Other	8	na
TOTAL ($ millions)	$6,185	$225c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	43,665	1	43,665	161,000
TOTAL VOTES (000'S)			43,665	

Counsel/Wash Rep	Serv	Fee (000)	Year
Cravath, Swaine, NY	LC	na	'78
Walker Associates, DC	WR	na	'78
Wilmer, Cutler, DC	WR	na	'78

Investment Bank	Service
Kuhn Loeb & Co Inc, NY	DL
Smith Barney, NY	DC

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 11.99% OF STOCK
TOP 10 HOLDERS CONTROL 15.19% OF STOCK
TOP 15 HOLDERS CONTROL 17.66% OF STOCK
TOP 20 HOLDERS CONTROL 19.46% OF STOCK

BORG-WARNER

200 S. Michigan Ave., Chicago, IL 60604
(312) 322-8500

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Bosch (Robert) Gmbh (West Germany)	2,066,348	9.98	2,066,348
2. Northern Trust Corp	1,726,043	8.34	71,475
Borg-Warner Incentative & Investment Plans-5600 Pcts (1570114)			
3. Lord Abbett & Co*	909,200	4.39	909,200
4. Ohio State Teachers Retir System	525,000	2.54	525,000
5. Mercantile Bancorporation Inc	412,725	1.99	412,725
6. Massachusetts Mutual Life Insur Co	230,000	1.11	230,000
7. SAFECO Corp<	147,500	.70	147,500
SAFECO Insur Cos & Fds-Combined (147500)			
8. Crown Life Insurance Co	147,000	.70	147,000
9. Clevetrust Corp	142,518	.68	127,018
10. Harris Bankcorp Inc	142,000	.68	115,000
11. Roulston & Co Inc	126,475	.60	-
12. Bere, James F & Assoc#	118,802	.56	118,802
13. Morgan (J P) & Co Inc<	114,000	.54	10,000
14. Delaware Management Co Inc*	100,000	.47	100,000
15. National Life Insurance Co	90,000	.42	90,000
Natl Insur Cos & Sentinel Fds (90000)			
16. Fifth Third Bank	84,895	.40	84,895
17. Gavin, James J Jr#	76,310	.36	76,310
18. Utah State Retirement Fund	75,000K	.35	75,000K
19. Continental Illinois Corp	67,282	.31	38,432
20. Wells Fargo & Co	65,871	.31	65,871
21. First Pennsylvania Corp	64,295	.30	53,782
22. Pittsburgh National Corp	57,525	.27	46,725
23. Bass, Robert O & Family#	56,845	.26	56,845
24. American Fletcher Corp<	53,704	.25	52,904
25. First Chicago Corp<	49,154	.23	38,254
26. Ticor	48,118	.22	7,518
Title Insur & Trust Co (48118)			
27. Fidelcor Inc	45,494	.21	45,494
28. Provident National Corp<	43,750	.20	2,950
29. Heller (Walter E) International Corp	43,370	.20	41,170
American Natl Bk & Tr Co/Chicago (43370)			
TOTALS	7,829,224	37.82%	5,756,218

Business Lines

Business Lines	Percent Op Rev	Percent Income
Air Conditioning Equip	22%	15%
Chemicals & Plastics	20	14
Energy, Ind Equipment	20	26
Transportation Equip	37	32
Other	-	13
TOTAL ($ millions)	$2,326	$134c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	20,703	1	20,703	55,508
TOTAL VOTES (000'S)			20,703	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Kirkland & Ellis#, IL	LC	na	'78
Bonner, Thompson, DC	WR	na	'78
Tally & Tally, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Goldman Sachs & Co, NY	DL, MG
Lehman Kuhn Loeb, NY	MG
Warburg Paribas, IL	MG

Accountant

Peat, Marwick, Mitchell & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 27.24% OF STOCK
TOP 10 HOLDERS CONTROL 31.15% OF STOCK
TOP 15 HOLDERS CONTROL 33.80% OF STOCK
TOP 20 HOLDERS CONTROL 35.58% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS Investment Authority Number of Shares	 % of Total	 Voting Power
1. Continental Corp<	60,000	.80	60,000
2. Dreyfus Corp*	50,000	.66	-
3. Citicorp<	27,258	.36	5,310
4. Wells Fargo & Co	21,100	.27	21,100
5. Heller (Walter E) International Corp	17,385	.22	16,200
American Natl Bk & Tr Co/Chicago (17385)			
6. Bryn Mawr College	17,000M	.22	17,000M
TOTALS	192,743	2.59%	119,610

BROOKLYN UNION GAS

195 Montague St., Brooklyn, NY 11201
(212) 643-2000

Business Lines	Percent Op Rev	Percent Income
Gas-Residential	79%	na
-Commercial	10	na
-Ind. Other	11	na
TOTAL ($ millions)	$404	$28c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	7,451	1	7,451	36,978
TOTAL VOTES (000'S)			7,451	

Counsel/Wash Rep	Serv	Fee (000)	Year
Cullen & Dykman, NY	LC	$1,963	'78

Investment Bank	Service
Merrill Lynch, NY	DL, CL
White Weld & Co Inc, NY	DC, CC

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 2.35% OF STOCK
TOP 10 HOLDERS CONTROL 2.59% OF STOCK
TOP 15 HOLDERS CONTROL 2.59% OF STOCK
TOP 20 HOLDERS CONTROL 2.59% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Dupont Family Interests	1,070,545	2.65	17,545
Du Pont (E I) de Nemours & Co Inc (1050000)			
Wilmington Trust Co (20545)			
2. Wachovia Corp	1,042,687	2.58	112,724
Carolina Power & Light Stock Purchase-Savings Pl-4369 Pcts (914883)			
3. TIAA-CREF	912,500	2.26	912,500
College Retirement Equities Fund (850000)			
Teachers Insurance & Annuity Assn (62500)			
4. Chase Manhattan Corp	895,971	2.21	809,963
5. State Farm Mutl Automobile Insur Co	605,100	1.50	605,100
State Farm Insur Cos-Combined (605100)			
6. Sears Roebuck & Co	596,400	1.47	596,400
Sears Invest Mngt-Pen & Saving Pls (80000)			
Allstate Insur Cos/Fds-Combined (516400)			
7. California Public Emps & Teachers Retir Sys	542,100L	1.34	542,100L
8. United States Steel Corp	451,202	1.12	451,202
US Steel & Carnegie Pension Tr (451202)			
9. Prudential Insurance Co of Am	415,000	1.03	415,000
10. Boston Company Inc<	414,373	1.02	138,919
11. Fiduciary Trust Co of New York	336,000	.82	336,000
12. N C N B Corp<	286,135	.70	145,654
Carolina Power & Light ESOP-5184 (139981)			
13. Capital Group Inc	244,000	.59	-
Capital Research & Management Co* (244000)			
14. City Investing Co<	238,600	.58	238,600
Home Insur Group-Combined (238600)			
15. Hartford National Corp	217,592	.53	204,342
16. Rockefeller Family Interests	205,500	.50	205,500
Rockefeller Foundation (205500)			
17. Bankers Trust New York Corp	200,608	.50	196,728
18. Bankers Life Co	197,400	.48	197,400
19. American General Insurance Co<	190,000	.46	190,000
American Genl Insur Co-Combined (190000)			
20. United States Fidelity & Guaranty Co	180,000	.43	180,000
21. Dreyfus Corp*	175,000	.42	-
22. Citicorp<	173,547	.42	104,145
23. Wisconsin Investment Board	166,600	.40	166,600
24. Central Bancorp Inc	165,268	.40	165,268
25. FMR Corp	150,000	.36	150,000
Fidelity Mngt & Research Co* (150000)			
26. Schroders Ltd< (England)	149,845	.36	46,750
Schroder Naess & Thomas* (149845)			
27. Chemical New York Corp	147,673	.36	141,073
28. Manufacturers Hanover Corp<	141,649	.34	124,011
29. INA Corp<	140,000	.34	140,000
INA Insur Cos/Fds-Combined (140000)			
30. Wilkins & Nanovic Associates	138,500	.33	138,500
31. Travelers Corp<	109,910	.26	106,700
32. First Security Corp	105,800	.25	115,300
33. New York City Teachers Retirement System	100,000F	.2[illegible]	100,000F
34. Boatmens Bankshares Inc	94,463	.23	93,863
TOTALS	11,199,968	27.69%	8,087,887

CAROLINA POWER & LIGHT

411 Fayetteville St., Raleigh, NC 27602
(919) 836-6111

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	32%	na
-Industrial	28	na
-Commercial	19	na
-Resale, Other	22	na
TOTAL ($ millions)	$903	$143c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	40,454	1	40,454	84,645
TOTAL VOTES (000'S)			40,454	

Counsel/Wash Rep	Serv	Fee (000)	Year
Reid & Priest, NY	WR	na	'78
Shaw, Pittman, Potts, DC	WR	na	'78
Donelan, Cleary, DC	WR	na	'78

Investment Bank	Service
Merrill Lynch W Weld, NY	CL
Morgan Stanley & Co, NY	DA

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 11.19% OF STOCK
TOP 10 HOLDERS CONTROL 17.17% OF STOCK
TOP 15 HOLDERS CONTROL 20.44% OF STOCK
TOP 20 HOLDERS CONTROL 22.84% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Horton Family Interests#	646,465	6.90	646,465
Horton, John T & Family Assoc (554389)			
Horton, Ethel V & Assoc (92076$)			
2. Trees, George S & Family#	519,908	5.55	519,908
3. Northern Trust Corp	313,236	3.34	310,831
4. Kirby Family Group-Alleghany Corp<	300,000	3.20	300,000
Investors Diversified Ser Inc*			
IDS Funds-Combined (300000)			
5. Metropolitan Life Insurance Co	291,900	3.12	291,900
6. Continental Illinois Corp	190,384	2.03	21,820
7. Chase Manhattan Corp	160,200	1.71	160,000
8. Marine Midland Banks Inc	153,392	1.64	153,392
9. State Farm Mutl Automobile Insur Co	150,200	1.60	150,200
State Farm Insur Cos-Combined (150200)			
10. Crocker National Corp	131,108	1.40	114,717
11. Lord Abbett & Co*	125,000	1.33	125,000
12. Ohio State Teachers Retir System	120,000	1.28	120,000
13. Harris Bankcorp Inc	112,000	1.20	26,000
14. Robeco (Holland)	100,000	1.07	100,000
Rolinco (100000)			
15. Western Bancorporation<	92,400	.98	92,400
16. Gates Rubber Co<	90,300	.95	90,300
Financial Programs Inc* (90300)			
17. Babson (David L) & Co Inc* (59383)	86,883	.92	-
Jones & Babson Inc (27500)			
18. Stein Roe & Farnham*	82,270	.87	-
19. Mitchell, Marvin G & Family#	75,927	.80	75,927
20. Freeman, William M#	74,304	.78	74,304
21. Manufacturers Hanover Corp<	56,850	.60	56,850
22. Citicorp<	55,245	.58	49,565
23. Schroders Ltd< (England)	51,600	.54	50,300
Schroder Naess & Thomas* (51600)			
24. Travelers Corp<	50,041	.52	18,359
25. Welch & Forbes Inc	36,100	.38	36,100
26. Vance Sanders & Co Inc*	35,637	.37	-
27. Lange, Kenneth W & Family#	26,695	.28	26,695
28. Alabama Bancorp	25,776	.27	25,776
29. First Chicago Corp<	23,200	.25	23,000
30. Harris, Lucian J#	21,196	.22	21,196
31. Wooten, C A & Fam#	20,340	.21	20,340
32. Moore, B V & Fam#	18,359	.19	18,359
TOTALS	4,236,916	45.24%	3,719,704

CBI INDUSTRIES

800 Jorie Blvd., Oak Brook, IL 60521
(312) 654-7000

Business Lines	Percent Op Rev	Percent Income
Petr, Chem Storage Tanks	40%	na
Low Temperature Vessels	16	na
Nuclear Reactor Vessels	15	na
Flow Conductors	6	na
Other	23	na
TOTAL ($ millions)	$510	$46c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	9,366	1	9,366	9,400
TOTAL VOTES (000'S)			9,366	

Counsel/Wash Rep	Serv	Fee (000)	Year
Hopkins, Sutter, IL	SC	na	'78
King & King, DC	WR	na	'78

Investment Bank	Service
Morgan Stanley & Co, NY	MG

Accountant

Arthur Andersen & Co, IL

NAME CHANGE: In 1977 Company changed its name from Chicago Bridge & Iron.

Concentration

TOP 5 HOLDERS CONTROL 22.12% OF STOCK
TOP 10 HOLDERS CONTROL 30.50% OF STOCK
TOP 15 HOLDERS CONTROL 36.37% OF STOCK
TOP 20 HOLDERS CONTROL 40.74% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. First International Bancshares Inc	2,765,743	4.22	-
Central & Southwest ESOP & Thrift Plans-7500 Pcts (2372843)			
2. rst Chicago Corp<	2,135,154	3.26	1,873,989
3. ited States Steel Corp	855,204	1.31	855,204
US Steel & Carnegie Pension Tr (855204)			
4. Scudder Stevens & Clark Co*	802,416	1.23	247,000
5. National Detroit Corp	790,823	1.21	724,196
6. Clevetrust Corp	789,123	1.21	671,013
7. Prudential Insurance Co of Am	771,300	1.18	771,300
8. Lazard Freres & Co	723,175F	1.10	704,600F
9. Nationwide Mutual Insur Co	722,680	1.10	722,680
10. Kirby Family Group-Alleghany Corp<	713,000	1.09	713,000
Investors Diversified Ser Inc* (6000)			
IDS Funds-Combined (707000)			
11. First Pennsylvania Corp	703,793	1.07	593,480
12. National City Corp	608,000	.92	576,000
13. First Union Bancorp	564,606	.85	555,606
14. Marine Midland Banks Inc	559,364	.84	559,364
15. Bankers Trust New York Corp	524,150	.79	489,662
16. Texas Teachers Retir System	515,100	.78	515,100
17. Lord Abbett & Co*	500,000	.75	500,000
18. TIAA-CREF	440,000	.66	440,000
College Retirement Equities Fund (350000)			
Teachers Insurance & Annuity Assn (90000)			
19. Manufacturers Hanover Corp<	431,195	.65	408,027
20. State Farm Mutl Automobile Insur Co	400,000	.60	400,000
State Farm Insur Cos-Combined (400000)			
21. Ohio Public Employees Retir System	400,000M	.60	400,000M
22. International Telephone & Telegraph Corp<	389,000	.58	389,000
Hartford Fire Insur Cos-Combined (389000)			
23. Boston Company Inc<	387,659	.58	128,534
24. Chemical New York Corp	385,210	.58	255,755
25. Hartford National Corp	385,077	.58	384,477
26. State Street Boston Corp	384,098	.58	384,098
27. Harris Bankcorp Inc	321,000	.48	217,000
28. Citicorp<	296,335	.44	56,830
29. First National Holding Corp	293,922	.44	293,922
30. Wisconsin Investment Board	272,300	.41	272,300
31. Crum & Foster<	262,100	.39	262,100
Crum & Foster Insur Cos-Combined (262100)			
32. Texas American Bancshares Inc	258,793	.39	247,553
33. Mercantile Bancorporation Inc	245,057	.36	245,057
34. National Life Insurance Co	245,000	.36	245,000
Natl Insur Cos & Sentinel Fds (245000)			
35. Lincoln First Banks Inc	239,656	.36	239,356
36. General Reinsurance Corp	234,300	.35	234,300
37. American Security Corp (D C)	228,226	.34	228,226
38. Wells Fargo & Co	225,810	.33	225,810
39. Dreyfus Corp*	225,500	.33	500
40. Continental Corp<	225,056	.33	225,056
41. Bank of New York Co Inc	220,112	.33	219,962

CONTINUED ON NEXT PAGE

CENTRAL & SOUTH WEST

2700 1 Main St., Dallas, TX 75250
(214) 748-8481

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	31%	na
-Commercial	22	na
-Industrial	27	na
-Wholesale, Other	20	na
TOTAL ($ millions)	$1,339	$156c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	65,481	1	65,481	63,000
TOTAL VOTES (000'S)			65,481	

Counsel/Wash Rep	Serv	Fee (000)	Year
Isham, Lincoln, IL	WR	na	'78
Van Ness, Feldman, DC	WR	na	'78

Investment Bank	Service
Morgan Stanley & Co, NY	MI
Merrill Lynch, NY	MI
Salomon Brothers, NY	MI

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 11.22% OF STOCK
TOP 10 HOLDERS CONTROL 16.90% OF STOCK
TOP 15 HOLDERS CONTROL 21.42% OF STOCK
TOP 20 HOLDERS CONTROL 24.92% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
42. Brown Bros Harriman & Co	216,500	.32	61,500
43. Boatmens Bankshares Inc	214,977	.32	208,677
44. Winters National Corp	213,791	.32	203,195
45. Hospital Trust Corp	211,904	.31	206,458
46. Tisch Family Group	209,305	.31	209,305
CNA Insur Cos/Fds-Combined (209305)			
47. Travelers Corp<	206,440	.31	205,000
48. United States Fidelity & Guaranty Co	206,000	.30	206,000
49. Citizens & Southern National Bk (Georgia)	205,025	.30	114,725
50. New York City Teachers Retirement System	201,700F	.30	201,700F
51. Heritage Wisconsin Corp	198,941	.29	7,041
52. Aetna Life & Casualty Co	198,100	.29	198,100
Aetna Insur Cos/Fds-Combined (198100)			
53. Invesco Capital Mngt Inc	194,000	.29	-
54. Rothschild Family Group (France-England)	192,148	.28	170,778
Bank of California NA (192148)			
55. Fidelcor Inc	191,822	.28	191,822
56. Rowe Price (T) & Associates Inc*	191,147	.28	21,000
57. Girard Co	190,698	.28	103,634
58. New York City Comptroller's Office	184,200K	.27	184,200K
59. Crocker National Corp	180,301	.27	177,901
60. Bristol, John W Interests	177,792	.26	177,792
Bristol (John W) & Co Inc (177792)			
61. Guardian Life Insur Co of America	175,000	.26	175,000
62. Heller (Walter E) International Corp	171,686	.25	144,486
American Natl Bk & Tr Co/Chicago (171686)			
63. Minnesota State Board of Investment	171,000K	.25	171,000K
64. Industrial National Corp	166,884	.25	123,804
65. Dodge & Cox Inc*	165,292	.25	165,292
66. Northern Trust Corp	161,375	.25	114,634
67. First Kentucky Natl Corp	161,239	.25	159,239
68. New York State Common Retirement Fund	160,000L	.23	160,000L
69. First City Bancorp of Texas Inc	146,881	.21	146,881
70. New Mexico State Permanent Fund	140,000K	.20	140,000K
71. Fidelity Union Bancorp	131,670	.19	131,470
TOTALS	27,974,855	42.72%	21,955,691

CINCINNATI GAS & ELEC

139 E. Fourth St., Cincinnati, OH 45202
(513) 381-2000

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. First National Cincinnati Corp	1,149,862	4.30	967,548
Cincinnati Gas & Elect ESOP-3848 (178908)			
Cincinnati Gas & Elect Incentive Thrift Plan/2878 Pcts (737466)			
2. TIAA-CREF	730,100	2.73	730,100
College Retirement Equities Fund (685100)			
Teachers Insurance & Annuity Assn (45000)			
3. California, University of	516,860	1.93	516,860
4. Fifth Third Bank	351,915	1.32	351,915
5. Continental Corp<	288,006	1.08	288,006
6. Scudder Stevens & Clark Co*	231,122	.85	40,000
7. Texas Teachers Retir System	163,400	.60	163,400
8. Wisconsin Investment Board	162,100	.60	162,100
9. INA Corp<	154,000	.57	154,000
INA Insur Cos/Fds-Combined (154000)			
10. Tisch Family Group	150,000	.55	150,000
CNA Insur Cos/Fds-Combined (150000)			
11. Kirby Family Group-Alleghany Corp<	148,000	.54	148,000
Investors Diversified Ser Inc*			
IDS Funds-Combined (148000)			
12. Central Bancorp Inc	130,754	.48	130,754
13. Cornell University	124,000M	.45	124,000M
14. Minnesota State Board of Investment	124,000K	.45	124,000K
15. GEICO Corp	120,000	.44	120,000
GEICO Insur Cos-Combined (120000)			
16. Northwestern Mutual Life Insur Co	95,000	.35	95,000
17. Chubb Corp<	91,000	.33	91,000
18. American Family Corp<	88,600	.32	88,600
American Family Life Assur Co (88600)			
19. American Security Corp (D C)	84,322	.31	84,322
20. Hartford National Corp	83,078	.30	83,078
21. Ohio Casualty Corp<	80,000	.29	80,000
Ohio Casualty Insur Cos-Combined (80000)			
22. Bank of New York Co Inc	78,942	.29	78,442
23. Lindner Family Group-American Financial Corp	74,833	.27	74,833
American Fin Insur Cos-Combined (74833)			
24. American General Insurance Co<	70,500	.25	70,500
American Genl Insur Co-Combined (70500)			
25. General Accid Fire & Life Insur (Eng)	70,000	.25	70,000
Camden Fire Insurance Association (70000)			
26. Southland Bancorp	61,532	.22	61,532
Merchants Natl Bk of Mobile (61532)			
27. Travelers Corp<	56,900	.20	56,900
TOTALS	5,478,826	20.48%	5,104,890

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	23%	82%
-Industrial	17	
-Commercial	18	
-Other	6	
Gas	36	18
TOTAL ($ millions)	$773	$106a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	26,752	1	26,752	69,000
TOTAL VOTES (000'S)			26,752	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Peck, Shaffer, OH	SC	na	'79
Conner, Moore, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Morgan Stanley & Co, NY	CL, DL
Hutton (E F) & Co, NY	CC, DC

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 11.35% OF STOCK
TOP 10 HOLDERS CONTROL 14.57% OF STOCK
TOP 15 HOLDERS CONTROL 16.99% OF STOCK
TOP 20 HOLDERS CONTROL 18.64% OF STOCK

CITIES SERVICE

110 W. 7th St., Tulsa, OK 74102
(918) 586-2211

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Bancoklahoma Corp/Bk of Oklahoma NA	2,414,053	8.73	2,405,753
Cities Services Thrift Pl-10174 (2378923)			
2. Stein Roe & Farnham*	770,416	2.78	150,900
3. Edgerton-Jones Family Interests#	618,762	2.24	618,762
Edgerton, Milton T Jr Fam & Assoc (8266)			
Jones (W Alton) Foundation (610496)			
4. Michel Family Interests#	495,415	1.79	495,415
Michel, Clifford L Fam & Assoc (5415)			
Wenonah Development Co (490000)			
5. First Bank System Inc	405,790	1.47	405,790
6. Chemical New York Corp	386,722	1.40	372,613
7. Dreyfus Corp*	344,800	1.25	204,800
8. Rowe Price (T) & Associates Inc*	330,042	1.19	72,700
9. Capital Group Inc (3000)	292,800	1.06	13,000
Capital Research & Management Co* (257800)			
Capital Guardian Trust Co (32000)			
10. Morgan (J P) & Co Inc<	287,000	1.04	257,000
11. State Farm Mutl Automobile Insur Co	270,460	.97	270,460
State Farm Insur Cos-Combined (270460)			
12. Bam, Foster & Family	250,876	.90	250,876
13. Robeco (Holland)	250,000	.89	250,000
14. Batterymarch Financial Mngt Corp	231,700	.83	231,700
15. New Jersey Division of Investment	225,000M	.80	225,000M
16. New York State Common Retirement Fund	216,500L	.77	216,500L
17. Ford Foundation	200,000	.71	200,000
18. City Investing Co<	190,388	.68	190,388
Home Insur Group-Combined (190388)			
19. Bankers Trust New York Corp	173,965	.62	169,482
20. Neuberger & Berman+	148,386	.53	-
Neuberger & Berman Management Inc* (148386)			
21. FMR Corp	146,595	.52	146,595
Fidelity Mngt & Research Co* (146595)			
22. Brundage Story & Rose	139,982	.50	139,982
23. Continental Corp<	114,330	.40	114,330
24. U S Trust Corp	101,418	.36	87,037
25. Wells Fargo & Co	98,242	.35	98,242
26. Alabama Bancorp	93,766	.33	93,766
27. Bank of New York Co Inc	90,775	.32	90,569
28. SAFECO Corp<	88,405	.31	88,405
SAFECO Insur Cos & Fds-Combined (88405)			
29. United States Fidelity & Guaranty Co	88,000	.31	88,000
30. National Life Insurance Co	85,500	.30	85,500
Natl Insur Cos & Sentinel Fds (85500)			
31. Mellon National Corp	80,156	.28	33,605
32. Donaldson Lufkin & Jenrette Inc<	75,254	.26	66,000
33. Central Securities Corp	72,000	.25	72,000
34. New England Mutual Life Insur Co	70,160	.25	350
35. Manufacturers Hanover Corp<	70,073	.25	43,402
36. Allendale Group<	70,000	.25	70,000
Allendale Insur Cos-Combined (70000)			
37. Adams Express Co	70,000	.25	70,000
Petroleum Corp of America (70000)			
TOTALS	10,057,731	36.35%	8,388,922

Business Lines	Percent Op Rev	Percent Income
Crude Oil & Gas	23%	65%
Oil Refining, Distr	62	22
Nat Gas Transmission	10	17
Petrochemicals	9	2
Minerals & Other	5	(6)
TOTAL ($ millions)	$4,661	$423a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	27,667	1	27,667	110,909
TOTAL VOTES (000'S)			27,667	

Counsel/Wash Rep	Serv	Fee (000)	Year
McClure & Trotter, DC	WR	na	'78
Wyman, Bautzer, CA	WR	na	'78
Littman, Richter, DC	WR	na	'78

Investment Bank	Service
First Boston Corp, NY	DL, DA
Lehman Kuhn Loeb, NY#	MI

Accountant

Peat, Marwick, Mitchell & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 17.00% OF STOCK
TOP 10 HOLDERS CONTROL 22.94% OF STOCK
TOP 15 HOLDERS CONTROL 27.37% OF STOCK
TOP 20 HOLDERS CONTROL 30.73% OF STOCK

CLEVELAND ELEC ILLUM

Illuminating Bld., Cleveland, OH 44101
(216) 623-1350

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. National City Corp	1,221,660	3.39	719,660
Cleveland Electric Illuminating Emp Sav Plan/972 Pcts (443660)			
2. TIAA-CREF	825,000	2.29	825,000
College Retirement Equities Fund (775000)			
Teachers Insurance & Annuity Assn (50000)			
3. Clevetrust Corp	751,893	2.09	659,011
4. Provident National Corp<	572,505	1.59	363,574
5. Mellon National Corp	326,248	.90	306,658
6. Continental Corp<	260,598	.71	260,598
7. Alabama Bancorp	201,323	.55	1,323
8. Centran Corp	163,941	.45	163,941
9. Union National Bk of Pittsburgh	160,242	.44	116,279
10. Hospital Trust Corp	153,954	.42	151,945
11. Marsh & Mclennan Cos Inc<	149,600	.41	-
Putnam Management Co* (149600)			
12. Citicorp<	147,112	.40	12,023
13. Hartford National Corp	135,047	.37	134,413
14. Metropolitan Life Insurance Co	90,700	.25	90,700
15. First National Cincinnati Corp	87,796	.23	85,796
16. American Security Corp (D C)	84,216	.22	84,216
17. Forstmann-Leff Associates	82,700	.22	82,700
18. Stone, W Clement Family Interests	75,050	.20	75,050
Combined Insur Cos-Combined (75050)			
19. First National Bk of Allentown	72,199	.19	72,199
TOTALS	5,561,784	15.45%	4,205,086

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	30%	na
-Commercial	24	na
-Industrial	39	na
-Other	6	na
Steam	1	na
TOTAL ($ millions)	$717	$99c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	35,995	1	35,995	87,330
TOTAL VOTES (000'S)			35,995	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Squire, Sanders#, OH	LC	$862	'78
Reid & Priest, NY	WR	na	'78
Shaw, Pittman, Potts, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Morgan Stanley & Co, NY	CL
McDonald & Co, OH	CC
Prescott, Ball, OH	CC

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 10.27% OF STOCK
TOP 10 HOLDERS CONTROL 12.88% OF STOCK
TOP 15 HOLDERS CONTROL 14.56% OF STOCK
TOP 20 HOLDERS CONTROL 15.45% OF STOCK

COASTAL STATES GAS

9 Greenway Plz. E., Houston, TX 77046
(713) 877-1400

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS Investment Authority Number of Shares	 % of Total	 Voting Power
1. Wyatt, O S Jr & Family#	2,052,442	9.53	2,052,442
2. Continental Illinois Corp Coastal States Gas Thrift/4692 (1654260)	1,654,260	7.68	1,654,260
3. Mercantile Texas Corp Securities Trust-Customers (1171526)	1,171,526	5.44	-
4. Wellington Management Co*	692,500	3.21	52,500
5. Oppenheimer & Co+	494,221	2.29	487,000
6. Bernhard (Arnold) & Co Inc* Value Line Funds-Combined (405000)	405,000	1.88	405,000
7. United States Steel Corp US Steel & Carnegie Pension Tr (378000)	378,000	1.75	378,000
8. Neuberger & Berman+ Neuberger & Berman Management Inc* (361900)	361,900	1.68	-
9. Seligman (J & W) & Co+ Union Service Corp* Tri-Continental Corp (350000)	350,000	1.62	350,000
10. Manufacturers Hanover Corp<	173,300	.79	173,300
11. Bristol, John W Interests Bristol (John W) & Co Inc (118191)	118,191	.54	118,191
12. BEA Associates Inc	108,600	.50	108,600
13. Dreyfus Corp*	100,000	.45	-
14. First Pennsylvania Corp	56,000	.25	-
15. First National Bk of Allentown	55,650	.25	55,650
TOTALS	8,171,590	37.94%	5,834,943

Business Lines

Business Lines	Percent Op Rev	Percent Income
Crude, Ref Oil Products	58%	42%
Gas Pipeline	39	42
Gas, Oil Production	3	16
TOTAL ($ millions)	$3,859	$214a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	18,879	1	18,879	16,681
Pfd-3 classes	2,661	1	2,661	na
TOTAL VOTES (000'S)			21,540	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Fulbright & Jaworski, TX	GC	na	'78
Carrington, Coleman#, TX	LC	$50	'78
Akin, Gump, Haven, TX	WR	na	'78

Investment Bank

Investment Bank	Service
Blyth Eastman Dillon, NY	DA
Lehman Kuhn Loeb, NY	DA
Paine, Webber, NY	DA

Accountant

Touche, Ross & Co, NY

NAME CHANGE: In late 1979 Company changed its name to Coastal Corp.

Concentration

TOP 5 HOLDERS CONTROL 28.16% OF STOCK
TOP 10 HOLDERS CONTROL 35.90% OF STOCK
TOP 15 HOLDERS CONTROL 37.94% OF STOCK
TOP 20 HOLDERS CONTROL 37.94% OF STOCK

COLUMBIA GAS SYSTEM

20 Montchanin Rd., Wilmington, DE 19807
(302) 429-5000

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Manufacturers Hanover Corp< Columbia Gas Thrift & Stock Ownership Plans-10600 (2567141)	2,578,469	7.91	105,691
2. Prudential Insurance Co of Am	906,100	2.78	906,100
3. Scudder Stevens & Clark Co*	433,787	1.33	50,000
4. State Farm Mutl Automobile Insur Co State Farm Insur Cos-Combined (374300)	374,300	1.15	374,300
5. Fiduciary Trust Co of New York	352,000	1.08	352,000
6. Wells Fargo & Co	246,920	.75	246,920
7. International Telephone & Telegraph Corp< Hartford Fire Insur Cos-Combined (232500)	232,500	.70	232,500
8. First Union Bancorp	218,371	.66	213,271
9. Rowe Price (T) & Associates Inc*	194,273	.59	6,100
10. New York City Teachers Retirement System	186,900F	.56	186,900F
11. City Investing Co< Home Insur Group-Combined (162000)	162,000	.50	162,000
12. Marine Midland Banks Inc	153,480	.46	153,480
13. FMR Corp Fidelity Mngt & Research Co* (151000)	151,000	.45	151,000
14. National Life Insurance Co Natl Insur Cos & Sentinel Fds (125000)	125,000	.37	125,000
15. Tisch Family Group CNA Insur Cos/Fds-Combined (124200)	124,200	.37	124,200
16. New York City Comptroller's Office	107,400K	.32	107,400K
17. Bullock (Calvin) Ltd*	105,000	.31	105,000
18. Delaware Management Co Inc*	99,400	.30	99,400
19. Bristol, John W Interests Bristol (John W) & Co Inc (92000)	92,000	.27	92,000
20. Young Mens Christian Assoc Retir Fund	87,000	.26	87,000
21. Vilas Fischer Associates Ltd	84,100F	.25	83,700F
22. Bank of Tokyo Ltd	78,230	.23	33,183
23. Stein Roe & Farnham*	77,479	.23	-
24. Capital Group Inc Capital Research & Management Co* (70000)	70,000	.20	-
25. Bankers Trust New York Corp	68,379	.20	67,263
TOTALS	7,308,288	22.43%	4,064,408

Business Lines

	Percent Op Rev	Percent Income
Gas-Wholesale	38%	na
-Residential	28	na
-Industrial	20	na
-Commercial, Other	11	na
Other	3	na
TOTAL ($ millions)	$2,470	$194a

Stock Class

	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	32,580	1	32,580	157,139
TOTAL VOTES (000'S)			32,580	

Counsel/Wash Rep

	Serv	Fee (000)	Year
Reed, Smith, Shaw, PA	LC	na	'78
Davis, Polk, NY	SC	na	'79
Miller & Chevalier, DC	WR	na	'78

Investment Bank

	Service
Morgan Stanley & Co, NY	MI

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 14.26% OF STOCK
TOP 10 HOLDERS CONTROL 17.57% OF STOCK
TOP 15 HOLDERS CONTROL 19.76% OF STOCK
TOP 20 HOLDERS CONTROL 21.27% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. CBT Corp Combustion Engineering Thrift & TRASOP Plans-8350 (1427927)	1,571,145	9.72	5,661
2. Dupont Family Interests Du Pont (E I) de Nemours & Co Inc (520000)	520,000	3.22	-
3. TIAA-CREF College Retirement Equities Fund (450000)	450,000	2.79	450,000
4. Chemical New York Corp	367,712	2.26	329,516
5. Mercantile Bancorporation Inc	327,492	2.03	327,492
6. Minnesota State Board of Investment	241,000K	1.49	241,000K
7. Kirby Family Group-Alleghany Corp< Investors Diversified Ser Inc* IDS Funds-Combined (22[illegible]000)	225,000	1.39	225,000
8. Swiss Reinsurance Co (Switzerland) (170700) North American Reassurance Corp (18450)	189,150	1.17	189,150
9. Scudder Stevens & Clark Co*	173,414	1.07	-
10. Metropolitan Life Insurance Co	152,300	.93	152,300
11. New York Life Insurance Co	139,250	.85	139,250
12. Neuberger & Berman+ Neuberger & Berman Management Inc* (130825)	130,825	.80	-
13. Lord Abbett & Co*	119,600	.73	119,600
14. Marine Midland Banks Inc	102,260	.62	102,260
15. Rowe Price (T) & Associates Inc*	90,500	.55	20,000
16. Citicorp<	83,686	.51	27,386
17. National City Corp	79,000	.48	78,000
18. First National Boston Corp	76,045	.46	74,950
19. Kemper Family Group Kemper Financial Services Inc* (62500) Kemper Insur Cos-Combined (10000)	72,500	.44	72,500
20. First National Holding Corp	69,633	.42	69,633
21. Ancorp Bancshares Inc American Natl Bk & Tr Co/Chattanooga (67750	67,750	.41	48,083
22. Bankers Trust New York Corp	67,059	.41	66,690
23. Santry, Arthur J Jr#	63,080	.38	63,080
24. Vilas Fischer Associates Ltd	60,300	.36	60,300
25. Mutual Life Assurance Co of Canada	58,000	.35	58,000
26. Wells Fargo & Co	55,625	.33	55,625
27. Central Bancorp Inc	51,523	.31	51,523
28. New York State Common Retirement Fund	51,000L	.31	51,000L
29. Commerce Bancshares Inc	50,490	.30	50,490
30. Heller (Walter E) International Corp American Natl Bk & Tr Co/Chicago (49920)	49,920	.30	40,520
31. First Union Bancorp	49,662	.30	47,662
32. Lazard Freres & Co	48,500	.29	48,500
33. Security Benefit Life Insurance Co Security Management Co Inc* (45000)	45,000	.27	45,000
34. Ohio Casualty Corp< Ohio Casualty Insur Cos-Combined (37500)	37,500	.22	37,500
35. Provident Life & Accident Insur Co	36,400	.22	36,400
36. FMR Corp Fidelity Mngt & Research Co* (35400)	35,400	.21	35,400
37. Clevetrust Corp	34,779	.21	34,779
TOTALS	6,042,500	37.40%	3,454,250

COMBUSTION ENGINEERING

900 Long Ridge Rd., Stamford, CT 06902
(203) 329-8771

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electric Utility Equip	35%	33%
Engineering, Constr	13	17
Expl, Nuclear, Other	52	50
TOTAL ($ millions)	$2,332	$147a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	16,157	1	16,157	26,451
TOTAL VOTES (000'S)			16,157	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Shearman & Sterling, NY	GC	na	'77
Lowenstein, Newman, DC	WR	na	'78
Roseman & Cohen, NY	LT	na	'78

Investment Bank

Investment Bank	Service
First Boston Corp, NY	DL, MG

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 20.03% OF STOCK
TOP 10 HOLDERS CONTROL 26.10% OF STOCK
TOP 15 HOLDERS CONTROL 29.71% OF STOCK
TOP 20 HOLDERS CONTROL 32.06% OF STOCK

COMMONWEALTH EDISON

1 First National Plz., Chicago, IL 60690
(312) 294-4321

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. First Bank System Inc	3,317,704	3.34	3,272,072
2. Prudential Insurance Co of Am	1,728,381	1.74	1,728,381
3. Northern Trust Corp	1,138,535	1.15	992,438
4. Harris Bankcorp Inc	1,059,000	1.07	821,000
5. First Chicago Corp<	818,736	.81	783,290
6. California, University of	765,039	.76	765,039
7. Sears Roebuck & Co Sears Invest Mngt-Pen & Saving Pls (150000) Allstate Insur Cos/Fds-Combined (571568)	721,568	.72	721,568
8. Dupont Family Interests Du Pont (E I) de Nemours & Co Inc (498770) Wilmington Trust Co (214016)	712,786	.71	177,014
9. Ohio State Teachers Retir System	600,000	.59	600,000
10. Pioneer Western Corp< Pioneering Management Corp* (599050)	599,050	.59	559,550
11. Citicorp<	509,194	.50	226,466
12. Connecticut General Insurance Corp Conn Genl Insur Cos/Fds-Combined (422988)	422,988	.42	200,000
13. INA Corp< INA Insur Cos/Fds-Combined (414000)	414,000	.41	414,000
14. Tisch Family Group Loews Corp (54500) CNA Insur Cos/Fds-Combined (316621)	371,121	.36	371,121
15. Lord Abbett & Co*	351,681	.34	351,681
16. Minnesota State Board of Investment	347,078K	.34	347,078K
17. Robeco (Holland)	345,000	.34	345,000
18. Continental Investment Corp< Waddell & Reed Fds-Combined (336448)	336,448	.33	336,448
19. Northwest Bancorporation< (37035) Northwestern Natl Bk Minneapolis (278522)	315,557	.31	312,036
20. First International Bancshares Inc	315,000	.31	313,678
21. State Farm Mutl Automobile Insur Co State Farm Insur Cos-Combined (306885)	306,885	.30	306,885
22. California Public Emps & Teachers Retir Sys	304,067L	.30	304,067L
23. Wells Fargo & Co	301,136	.29	301,136
24. Bankers Trust New York Corp	292,333	.28	287,246
25. Morgan (J P) & Co Inc<	292,000	.28	202,000
26. Continental Corp<	289,321	.28	289,321
27. Republic of Texas Corp<	281,510	.27	281,510
28. Continental Illinois Corp	280,451	.27	167,781
29. Heller (Walter E) International Corp American Natl Bk & Tr Co/Chicago (265393)	265,393	.26	218,015
30. Manufacturers Hanover Corp<	246,951	.25	193,996
31. Fiduciary Trust Co of New York	230,000	.22	230,000
32. Chubb Corp<	225,000	.22	225,000
33. Girard Co	223,661	.22	150,105
34. Hospital Trust Corp	222,497	.21	218,100
35. Ohio Public Employees Retir System	208,399M	.20	208,399M
36. Bank of New York Co Inc	204,578	.20	204,578
37. Illinois State Board of Investment	200,000K	.19	200,000K
TOTALS	19,563,048	19.69%	17,625,999

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	33%	na
-Commercial, Ind	56	na
-Other	10	na
TOTAL ($ millions)	$2,443	$321c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	78,050	1	78,050	229,082
$1.425 Cv Pfd	2,546	1	2,546	7,678
Pfd-10 issues	18,750	1	18,750	na
TOTAL VOTES (000'S)			99,346	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Isham, Lincoln, IL	GC	$1,638	'78
Sidley & Austin, IL	LC	$ 195	'78
Leva, Hawes, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Merrill Lynch W Weld, NY	CL, DA
Bache Halsey Stuart, NY	CC, PA
Morgan Stanley & Co, NY	DA

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 8.12% OF STOCK
TOP 10 HOLDERS CONTROL 11.54% OF STOCK
TOP 15 HOLDERS CONTROL 13.62% OF STOCK
TOP 20 HOLDERS CONTROL 15.29% OF STOCK

CONOCO

High Ridge Park, Stamford, CT 06904
(203) 359-3500

Business Lines

Business Lines	Percent Op Rev	Percent Income
Petroleum Expl & Prod	83%	80%
Chemicals	7	14
Coal	11	21
Minerals	-	(2)
Interest Inc, Other	(1)	(12)
TOTAL ($ millions)	$9,834	$451c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	107,423	1	107,423	70,588
TOTAL VOTES (000'S)			107,423	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Dewey, Ballantine, NY	SC	na	'76
Rivfin, Sherman, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Morgan Stanley & Co, NY	CL, DL, DA

Accountant

Arthur Young & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 13.61% OF STOCK
TOP 10 HOLDERS CONTROL 19.01% OF STOCK
TOP 15 HOLDERS CONTROL 23.20% OF STOCK
TOP 20 HOLDERS CONTROL 26.78% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Bankers Trust New York Corp	5,534,173	5.15	5,391,387
Continental Oil Thif Pl/11859 (2881725)			
Consolidation Coal Inv Pl/4171 (1949739)			
2. Citicorp<	3,231,132	3.01	1,559,190
3. Capital Group Inc	2,989,800	2.78	861,100
Capital Research & Management Co* (1050000)			
Capital Guardian Trust Co (1939800)			
4. Chase Manhattan Corp	1,450,383	1.35	1,159,487
5. TIAA-CREF	1,419,700	1.32	1,419,700
College Retirement Equities Fund (1337700)			
Teachers Insurance & Annuity Assn (82000)			
6. First National Boston Corp	1,417,885	1.32	1,290,330
7. Mellon National Corp	1,304,066	1.21	759,126
8. Stein Roe & Farnham*	1,080,628	1.01	225,700
9. Rowe Price (T) & Associates Inc*	1,014,338	.93	335,900
10. General Electric Co	973,900	.90	973,900
General Electric Pension Trust (958900)			
General Electric Medical Trust (15000)			
11. Lord Abbett & Co*	964,110	.89	964,110
12. United States Steel Corp	917,760	.84	917,760
US Steel & Carnegie Pension Tr (917760)			
13. Bank of New York Co Inc	905,931	.83	741,931
14. Brown Bros Harriman & Co	878,686	.81	656,675
15. U S Trust Corp	843,178	.77	594,052
16. Boston Company Inc<	805,281	.75	328,151
17. California Public Emps & Teachers Retir Sys	790,400L	.73	790,400L
18. Mercantile Bancorporation Inc	783,420	.72	783,420
19. Northern Trust Corp	760,478	.70	577,126
20. Bancoklahoma Corp/Bk of Oklahoma NA	700,806	.64	700,806
21. Wells Fargo & Co	606,906	.55	606,906
22. Marsh & Mclennan Cos Inc<	588,440	.54	504,000
Putnam Management Co* (84440)			
Eberstadt Asset Mngt Inc* (504000)			
23. Ford Foundation	578,000	.53	578,000
24. State Farm Mutl Automobile Insur Co	559,000	.51	559,000
State Farm Investment Mngt Corp* (17000)			
State Farm Insur Cos-Combined (542000)			
25. Lazard Freres & Co	540,063	.50	467,700
26. Girard Co	538,552	.50	387,211
27. New Jersey Division of Investment	533,000M	.50	533,000M
28. Minnesota State Board of Investment	505,200K	.46	505,200K
29. Los Angeles County Employees Retir Assoc	500,000M	.46	500,000M
30. Harris Bankcorp Inc	488,000	.44	417,000
31. Continental Investment Corp<	474,800	.43	474,800
Waddell & Reed Fds-Combined (474800)			
32. Travelers Corp<	448,668	.41	323,034
33. American Express Co<	432,000	.39	432,000
American Exp Insur Cos-Combined (432000)			
34. New England Mutual Life Insur Co	431,930	.39	68,300
35. Clevetrust Corp	427,798	.39	398,675
36. Wisconsin Investment Board	418,700	.38	418,700
37. Provident National Corp<	403,571	.37	330,747

CONTINUED ON NEXT PAGE

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
38. Robeco (Holland)	400,000	.36	400,000
39. Manufacturers Hanover Corp<	390,592	.35	320,009
40. Northwest Bancorporation<	389,389	.35	389,389
Northwestern Natl Bk Minneapolis (389389)			
41. Wertheim & Co Inc	380,596	.34	380,596
42. Republic of Texas Corp<	375,368	.34	365,618
43. Morgan (J P) & Co Inc<	358,000	.32	153,000
44. Massachusetts Financial Services Inc*	350,850	.32	350,850
45. Heller (Walter E) International Corp	342,547	.31	264,106
American Natl Bk & Tr Co/Chicago (342547)			
46. Trust Co of Georgia	340,024	.31	338,824
47. First National Bancorp Inc	317,178	.29	171,866
48. First National Holding Corp	316,393	.28	316,393
49. Chemical New York Corp	307,254	.28	276,634
50. Security New York State Corp	305,095	.27	232,464
51. John Hancock Mutual Life Insur Co	302,850	.27	302,850
52. Metropolitan Life Insurance Co	295,450	.27	295,450
53. New York City Comptroller's Office	287,800K	.26	287,800K
54. CBT Corp	284,209	.25	239,309
55. Boatmens Bankshares Inc	282,591	.25	266,043
56. Continental Corp<	280,000	.25	280,000
57. Vance Sanders & Co Inc*	258,300	.23	-
58. Batterymarch Financial Mngt Corp	254,900	.23	254,900
59. Massachusetts Mutual Life Insur Co	252,480	.23	252,480
60. FMR Corp	245,200	.22	245,200
Fidelity Mngt & Research Co* (245200)			
61. Old Kent Financial Corp	236,322	.21	234,590
62. First Pennsylvania Corp (198876)	229,576	.20	148,975
Vestaur Corp (30700)			
63. Ohio Public Employees Retir System	228,200M	.20	228,200M
64. Prudential Insurance Co of Am	218,000	.19	218,000
65. Pennsylvania State Employees Retir System	209,800L	.19	209,800L
TOTALS	45,679,647	42.52%	35,957,870

CONSOLIDATED EDISON NY

4 Irving Pl., New York, NY 10003
(212) 460-4600

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Connecticut General Insurance Corp	539,000	.86	391,700
Conn Genl Insur Cos/Fds-Combined (539000)			
2. Miller Anderson & Sherrerd	510,000	.81	-
3. FMR Corp	389,500	.62	389,500
Fidelity Mngt & Research Co* (389500)			
4. Bankers Trust New York Corp	256,298	.40	-
Consolidated Edison TRASOP-5551 (256298)			
5. Travelers Corp<	253,600	.40	252,700
6. Lincoln National Corp<	239,318	.37	239,318
Lincoln Natl Insur/Fds-Combined (239318)			
7. Wells Fargo & Co	238,047	.37	238,047
8. Ford Foundation	188,800	.29	188,800
9. Wellington Management Co*	188,000	.29	-
10. Oppenheimer & Co+	169,335	.26	-
11. Batterymarch Financial Mngt Corp	152,600	.25	152,600
12. Rosenberg Capital Management	141,200	.22	141,200
13. Heller (Walter E) International Corp	134,536	.21	122,136
American Natl Bk & Tr Co/Chicago (134536)			
14. Tisch Family Group	132,100	.20	132,100
Loews Corp (67600)			
CNA Insur Cos/Fds-Combined (64500)			
15. SAFECO Corp<	129,000	.20	129,000
SAFECO Insur Cos & Fds-Combined (129000)			
16. Carnegie Corp of New York	118,200L	.18	118,200L
TOTALS	3,779,534	6.08%	2,495,301

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity	82%	89%
Gas	11	9
Steam & Other	7	2
TOTAL ($ millions)	$3,011	$454a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	62,175	1	62,175	257,918
TOTAL VOTES (000'S)			62,175	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Shearman & Sterling#, NY	LC	$81	'78
Leva, Hawes, DC	WR	na	'78
LeBoeuf, Lamb, Leiby, NY	WR	na	'78

Investment Bank

Investment Bank	Service
Kidder, Peabody & Co, NY	MI
Merrill Lynch, NY	MI

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 3.13% OF STOCK
TOP 10 HOLDERS CONTROL 4.78% OF STOCK
TOP 15 HOLDERS CONTROL 5.89% OF STOCK
TOP 20 HOLDERS CONTROL 6.08% OF STOCK

CONSOLIDATED NAT GAS

4 Gateway Ctr., Pittsburgh, PA 15222
(412) 391-7801

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Consolidated Natural Gas Co	2,440,178	12.58	-
Consolidated Natural Gas Alternate Thrift Trust-7173 Pcts (2440178)			
2. TIAA-CREF	400,000	2.06	400,000
College Retirement Equities Fund (400000)			
3. Pittsburgh National Corp	287,020	1.48	272,390
4. Clevetrust Corp	253,139	1.31	228,041
5. Bankers Trust New York Corp	246,614	1.27	182,554
6. Continental Corp<	174,912	.89	174,912
7. Lincoln National Corp<	115,592	.59	115,592
Lincoln Natl Insur/Fds-Combined (115592)			
8. Girard Co	114,450	.58	37,796
9. General Accid Fire & Life Insur (Eng)	87,000	.44	87,000
Camden Fire Insurance Association (20000)			
General Accid Fire & Life Assur (36000)			
Potomac Insurance Co (31000)			
10. Manufacturers Hanover Corp<	74,348	.37	59,530
11. Wells Fargo & Co	73,822	.37	73,822
12. Massachusetts Financial Services Inc*	65,300	.33	65,300
13. Heller (Walter E) International Corp	61,844	.31	52,604
American Natl Bk & Tr Co/Chicago (61844)			
14. Baring Brothers Inc (England)	60,600	.30	39,500
Endowment Management & Res Co* (60600)			
15. Zurich Insurance Co (Switzerland)	54,800	.27	54,800
16. Charter New York Corp (1698)	54,417	.27	52,937
Irving Trust Co (52719)			
17. Rockefeller Family Interests	50,000	.25	50,000
Rockefeller University (50000)			
18. Yale University	50,000F	.25	50,000F
19. First National Bk of Toledo	49,548	.25	49,348
20. National City Corp	49,000	.25	42,000
21. First Pennsylvania Corp	44,978	.22	17,405
TOTALS	4,807,562	24.79%	2,105,531

Business Lines

	Percent Op Rev	Percent Income
Gas-Industrial	25%	na
-Res, Commercial	50	na
-Wholesale	21	na
Other	4	na
TOTAL ($ millions)	$1,586	$116c

Stock Class

	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	19,392	1	19,392	70,204
TOTAL VOTES (000'S)			19,392	

Counsel/Wash Rep

	Serv	Fee (000)	Year
Jones, Day, Reavis, OH	LC	$358	'78
Cook & Henderson, DC	WR	na	'79

Investment Bank

	Service
Wertheim & Co Inc, NY	DA

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 18.70% OF STOCK
TOP 10 HOLDERS CONTROL 21.62% OF STOCK
TOP 15 HOLDERS CONTROL 23.26% OF STOCK
TOP 20 HOLDERS CONTROL 24.56% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. TIAA-CREF	1,412,000	2.74	1,412,000
College Retirement Equities Fund (1330000)			
Teachers Insurance & Annuity Assn (82000)			
2. Citicorp<	1,143,146	2.22	1,034,492
Consumers Power Sav Pl/1625 Pcts (965026)			
3. Connecticut General Insurance Corp	551,100	1.07	365,100
Conn Genl Insur Cos/Fds-Combined (551100)			
4. Shearson Hayden Stone Inc<	540,200	1.05	540,200
Bernstein-Macauley Inc (540200)			
5. First Pennsylvania Corp	471,654	.91	308,411
6. Lord Abbett & Co*	429,500	.82	429,500
7. National Bank of Jackson (Michigan)	266,082	.51	-
Consumers Power ESOP-13405 (266082)			
8. Tisch Family Group	255,300	.50	255,300
CNA Insur Cos/Fds-Combined (255300)			
9. BEA Associates Inc	235,100	.45	235,100
10. Manufacturers Hanover Corp<	174,509	.33	6,267
11. Travelers Corp<	140,700	.26	140,500
12. American General Insurance Co<	125,000	.23	125,000
American Genl Insur Co-Combined (125000)			
13. Mutual Life Insurance Co of NY	124,200	.23	124,200
14. Mutual Life Assurance Co of Canada	121,700	.23	121,700
15. Swiss Reinsurance Co (Switzerland) (105000)	111,000	.21	111,000
North American Reassurance Corp (6000)			
16. US Bancorp	105,318	.19	99,568
TOTALS	6,206,509	12.06%	5,308,338

CONSUMERS POWER

212 W. Michigan Ave., Jackson, MI 49201
(517) 788-1030

Business Lines	Percent Op Rev	Percent Income
Electricity-Industrial	21%	71%
-Residential	19	
-Commercial, Other	17	
Gas-Residential	21	29
-Industrial, Other	22	
TOTAL ($ millions)	$1,867	$230a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	47,176	1	47,176	161,153
Pfd-9 classes	4,276	1	4,276	na
TOTAL VOTES (000'S)			51,452	

Counsel/Wash Rep	Serv	Fee (000)	Year
Winthrop, Stimson, NY	SC	na	'79
Wald, Harkrader, DC	WR	na	'78
Batzell, Nunn & Bode, DC	WR	na	'78

Investment Bank	Service
Morgan Stanley & Co, NY	CL, DA, PA

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 8.00% OF STOCK
TOP 10 HOLDERS CONTROL 10.65% OF STOCK
TOP 15 HOLDERS CONTROL 11.86% OF STOCK
TOP 20 HOLDERS CONTROL 12.06% OF STOCK

DETROIT EDISON

2000 Second Ave., Detroit, MI 48226
(313) 237-8000

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. TIAA-CREF	614,315	.92	614,315
College Retirement Equities Fund (524315)			
Teachers Insurance & Annuity Assn (90000)			
2. Citicorp<	428,644	.64	222,264
3. Charter New York Corp (3200)	234,890	.35	203,900
Irving Trust Co (231690)			
4. Wells Fargo & Co	205,111	.30	205,111
5. Detroitbank Corp	170,552	.25	165,031
6. Heller (Walter E) International Corp	141,024	.20	111,050
American Natl Bk & Tr Co/Chicago (141024)			
TOTALS	1,794,536	2.72%	1,521,671

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity-Industrial	38%	na
-Residential	31	na
-Commercial	20	na
-Wholesale, Other	9	na
Steam	2	na
TOTAL ($ millions)	$1,590	$147c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	65,942	1	65,942	220,103
TOTAL VOTES (000'S)			65,942	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Honigman, Miller#, MI	LC	$232	'78
Farmer, Shibley, DC	WR	na	'78
LeBoeuf, Lamb, Leiby, NY	WR	na	'78

Investment Bank

Investment Bank	Service
Morgan Stanley & Co, NY	CL, DL, DA
Hutton (E F) & Co, NY	CC, DC

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 2.51% OF STOCK
TOP 10 HOLDERS CONTROL 2.72% OF STOCK
TOP 15 HOLDERS CONTROL 2.72% OF STOCK
TOP 20 HOLDERS CONTROL 2.72% OF STOCK

DIAMOND SHAMROCK

1100 Superior Ave., Cleveland, OH 44114
(216) 694-5000

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Capital Group Inc	1,850,200	4.57	595,100
Capital Research & Management Co* (328000)			
Capital Guardian Trust Co (1522200)			
2. Clevetrust Corp	1,484,915	3.67	1,389,099
Diamond Shamrock Sav Pl-5628 Pct (711629)			
3. Nora, Vittorio de	1,100,000M	2.72	1,100,000M
4. TIAA-CREF	897,800	2.22	897,800
College Retirement Equities Fund (897800)			
5. Bankers Trust New York Corp	634,564	1.57	505,324
6. First Union Bancorp	537,581	1.33	524,431
7. Stein Roe & Farnham*	431,410	1.07	33,600
8. Dupont Family Interests	422,000	1.04	-
Du Pont (E I) de Nemours & Co Inc (422000)			
9. Marsh & Mclennan Cos Inc<	410,245	1.01	385,545
Putnam Management Co* (99525)			
Eberstadt Asset Mngt Inc* (310720)			
10. Massachusetts Financial Services Inc*	400,000	.98	400,000
11. Brundage Story & Rose	368,418	.90	368,418
12. Mellon National Corp	340,511	.83	337,811
13. INA Corp<	316,000	.77	316,000
INA Insur Cos/Fds-Combined (316000)			
14. New York Life Insurance Co	309,300	.75	309,300
15. Los Angeles County Employees Retir Assoc	260,000M	.63	260,000M
16. Continental Illinois Corp	234,309	.57	218,650
17. New England Mutual Life Insur Co	222,005	.54	128,660
18. Kirby Family Group-Alleghany Corp<	213,300	.52	213,300
Investors Diversified Ser Inc*			
IDS Funds-Combined (213300)			
19. Oppenheimer & Co+	203,725	.50	132,600
20. Centran Corp	203,256	.50	203,256
21. Citicorp<	192,648	.47	171,662
22. Roulston & Co Inc	191,631	.46	-
23. Dollar Savings & Trust Co	178,184	.43	173,255
24. Pittsburgh National Corp	164,266	.40	164,086
25. Kemper Family Group	162,400	.39	162,400
Kemper Financial Services Inc* (162400)			
26. Wachovia Corp	160,762	.39	111,257
27. Society Corp	159,413	.38	159,413
28. State Farm Mutl Automobile Insur Co	158,400	.38	158,400
State Farm Insur Cos-Combined (158400)			
29. Stanford University	156,952F	.38	156,952F
30. Sears Roebuck & Co	150,800	.36	150,800
Sears Invest Mngt-Pen & Saving Pls (150800)			
31. Northwestern Mutual Life Insur Co	150,000	.36	150,000
32. Western Bancorporation<	147,747	.36	146,247
33. Schroders Ltd< (England)	144,773	.35	111,517
Schroder Naess & Thomas* (144773)			
34. Delaware Management Co Inc*	142,200	.34	142,200
35. Rowe Price (T) & Associates Inc*	140,250	.34	-
36. National City Corp	135,000	.32	66,000
37. Neuberger & Berman+	125,060	.30	-
Neuberger & Berman Management Inc* (125060)			

CONTINUED ON NEXT PAGE

Business Lines

Business Lines	Percent Op Rev	Percent Income
Oil-Crude, Ref Prod	26%	44%
Nat Gas & Products	11	
Industrial Chemicals	22	34
Other Chemicals	27	14
Plastics, Other	14	9
TOTAL ($ millions)	$1,678	$240a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	40,463	1	40,463	37,204
TOTAL VOTES (000'S)			40,463	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Jones, Day, Reavis#, OH	LC	$336	'78
Hughes, Sears, DC	WR	na	'78
Rogers & Wells, NY	WR	na	'78

Investment Bank

Investment Bank	Service
Lehman Kuhn Loeb, NY	DL
Merrill Lynch, NY	DC

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 14.75% OF STOCK
TOP 10 HOLDERS CONTROL 20.19% OF STOCK
TOP 15 HOLDERS CONTROL 24.13% OF STOCK
TOP 20 HOLDERS CONTROL 26.79% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
38. Wells Fargo & Co	124,616	.30	124,616
39. Florida State Board of Administration	105,000L	.25	105,000L
40. First International Bancshares Inc	104,000	.25	102,000
41. Morgan (J P) & Co Inc<	103,000	.25	28,000
42. United Services Automobile Assoc	100,000	.25	100,000
USAA Investment Mngt Co (100000)			
43. Princeton University	100,000M	.25	100,000M
44. Colorado Public Employees Retir Assoc	100,000F	.25	100,000F
45. American Express Co<	99,000	.23	99,000
American Exp Insur Cos-Combined (99000)			
46. American Security Corp (D C)	98,911	.23	98,911
47. Mercantile Bancorporation Inc	92,976	.22	92,976
48. Cash, C A#	92,667	.22	92,667
49. TRW Inc	83,500	.20	83,500
TRW Investment Management (83500)			
TOTALS	14,703,695	36.34%	11,469,753

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Duke Family Interests#	15,032,408	20.84	15,032,408
Duke Endowment (13035100)			
Duke, Doris Trust (1994008)			
Pickens, Marshall I (3300)			
2. Wachovia Corp	2,597,655	3.60	2,430,896
Duke Power St Pur Pl/13350 Pcts (2430696)			
Duke Power ESOP-15099 Pcts (166759)			
3. Citicorp<	888,494	1.23	605,979
4. TIAA-CREF	816,000	1.13	816,000
College Retirement Equities Fund (750000)			
Teachers Insurance & Annuity Assn (66000)			
5. Lord Abbett & Co*	630,800	.86	630,800
6. Marsh & Mclennan Cos Inc<	619,400	.85	372,600
Putnam Management Co* (619400)			
7. Prudential Insurance Co of Am	569,300	.78	569,300
8. Wellington Management Co*	545,450	.75	-
9. City Investing Co<	490,000	.67	490,000
Home Insur Group-Combined (490000)			
10. State Farm Mutl Automobile Insur Co	466,800	.64	466,800
State Farm Insur Cos-Combined (466800)			
11. Manufacturers Hanover Corp<	466,738	.64	437,518
12. Trust Co of Georgia	465,031	.63	452,831
13. United States Steel Corp	432,000	.59	432,000
US Steel & Carnegie Pension Tr (432000)			
14. N C N B Corp<	425,236	.58	413,932
15. U S Trust Corp	417,531	.57	254,981
16. Metropolitan Life Insurance Co	414,500	.56	414,500
17. General Electric Co	370,000	.50	370,000
General Electric Pension Trust (370000)			
18. Capital Group Inc	366,000	.50	-
Capital Research & Management Co* (360000)			
Capital Guardian Trust Co (6000)			
19. Dreyfus Corp*	350,000	.48	-
20. California Public Emps & Teachers Retir Sys	350,000L	.48	350,000L
21. John Hancock Mutual Life Insur Co	306,600	.42	306,600
22. Wisconsin Investment Board	305,900	.41	305,900
23. Texas Teachers Retir System	283,400	.38	283,400
24. Kirby Family Group-Alleghany Corp<	275,000	.37	275,000
Investors Diversified Ser Inc*			
IDS Funds-Combined (275000)			
25. Chemical New York Corp	274,200	.37	194,297
26. Connecticut General Insurance Corp	265,000	.36	265,000
Conn Genl Insur Cos/Fds-Combined (265000)			
27. Los Angeles County Employees Retir Assoc	260,000M	.35	260,000M
28. Continental Investment Corp<	250,000	.34	250,000
Waddell & Reed Fds-Combined (250000)			
29. Institutional Capital Corp	245,000	.33	59,000
30. Dodge & Cox Inc*	224,850	.30	224,850
31. First Pennsylvania Corp	218,722	.29	196,500
32. New England Merchants Co Inc	213,898	.29	-
33. Wells Fargo & Co	213,800	.29	213,800
34. Republic of Texas Corp<	209,638	.28	209,638
TOTALS	30,259,351	41.95%	27,584,530

DUKE POWER

422 S. Church St., Charlotte, NC 28242
(704) 373-4037

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	34%	na
-Textile Industry	17	na
-Other Industry	15	na
-Commercial	20	na
Other	14	na
TOTAL ($ millions)	$1,397	$237a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	72,132	1	72,132	107,678
TOTAL VOTES (000'S)			72,132	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Watkins, Vandiver#	GC	na	'78
Reid & Priest, NY	SC	na	'78
Debevoise & Liberman, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Morgan Stanley & Co, NY	CL, DL
Merrill Lynch W Weld, NY	CC, DC
Dean Witter Reynolds, CA	CC

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 27.68% OF STOCK
TOP 10 HOLDERS CONTROL 31.41% OF STOCK
TOP 15 HOLDERS CONTROL 34.47% OF STOCK
TOP 20 HOLDERS CONTROL 37.03% OF STOCK

DU PONT (E I) DE NEMOURS

1007 Market St., Wilmington, DE 19898
(302) 774-1000

Business Lines	Percent Op Rev	Percent Income
Chemicals	17%	16%
Plastics	22	21
Agrichem, Specialty Prod	28	35
Fibers	33	28
TOTAL ($ millions)	$10,584	$787c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	48,069	1	48,069	202,573
TOTAL VOTES (000'S)			48,069	

Counsel/Wash Rep	Serv	Fee (000)	Year
Covington & Burling, DC	WR	na	'78
Walker Associates, DC	WR	na	'78

Investment Bank	Service
Morgan Stanley & Co, NY	DL, MG
First Boston Corp, NY	MG

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 34.58% OF STOCK
TOP 10 HOLDERS CONTROL 39.77% OF STOCK
TOP 15 HOLDERS CONTROL 43.43% OF STOCK
TOP 20 HOLDERS CONTROL 46.14% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Du Pont Family Interests#	13,129,243	27.31	13,129,243
Du Pont, Edward B Fam & Assoc (485909)			
Du Pont, Irene Jr Fam & Assoc (1081075)			
Copeland, Lammot Du Pont & Assoc (137908)			
Copeland, Norman A Fam & Assoc (1756)			
Greenewalt, Crawford H Fam & Assoc (30214)			
Laird, Wm Winder (322985)			
Sharp, Hugh R Jr (273923)			
Wilmington Trust Co (8584456)			
Du Pont (E I) de Nemours Thrift Plan-74700 Pcts (726760)			
Du Pont Family & Assoc-Other (2056364)			
2. Delaware Trust Co	1,302,783	2.71	1,230,541
3. Florida National Bks of Florida	811,248	1.69	811,248
4. Citicorp<	720,130	1.50	289,169
5. Manufacturers Hanover Corp<	657,766	1.37	134,541
6. Capital Group Inc (1000)	644,000	1.34	174,400
Capital Research & Management Co* (214300)			
Capital Guardian Trust Co (428700)			
7. New York State Common Retirement Fund	559,000L	1.16	559,000L
8. Prudential Insurance Co of Am	488,000	1.02	488,000
9. Bank of Delaware	414,702	.85	298,910
10. Morgan (J P) & Co Inc<	392,000	.81	219,000
11. California Public Emps & Teachers Retir Sys	385,900L	.79	385,900L
12. Bankers Trust New York Corp	378,274	.78	354,274
Du Pont (E I) de Nemours TRASOP (122993)			
13. Girard Co	354,258	.73	294,729
14. First National Boston Corp	322,677	.66	293,435
15. New York State Teachers Retir Fund	315,800	.65	315,800
16. FMR Corp	286,500	.59	286,500
17. Fidelcor Inc	271,199	.55	271,199
18. Kirby Family Group-Alleghany Corp<	269,200	.55	265,000
Investors Diversified Ser Inc* (4200)			
IDS Funds-Combined (265000)			
19. TIAA-CREF	243,729	.50	243,729
College Retirement Equities Fund (243729)			
20. U S Trust Corp	230,256	.47	194,793
21. Chase Manhattan Corp	218,428	.44	153,018
22. United States Steel Corp	208,302	.42	208,302
US Steel & Carnegie Pension Tr (208302)			
23. Mellon National Corp	199,941	.41	69,381
24. Bank of New York Co Inc	197,556	.40	137,258
25. Lord Abbett & Co*	192,000	.39	192,000
26. Sears Roebuck & Co	190,800	.39	190,800
Allstate Insur Cos/Fds-Combined (190800)			
27. Wells Fargo & Co	189,721	.38	189,721
28. Brown Bros Harriman & Co	179,813	.36	99,450
29. Metropolitan Life Insurance Co	171,925	.35	171,925
30. Wellington Management Co*	163,133	.33	3,500
31. Provident National Corp<	149,366	.30	133,695

CONTINUED ON NEXT PAGE

DU PONT (E I) DE NEMOURS (cont'd)

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		Voting Power
	Number of Shares	% of Total	
32. Seligman (J & W) & Co+	146,100	.29	146,100
Union Service Corp*			
Broad Street Investing Corp (45000)			
Tri-Continental Corp (101100)			
Fidelity Mngt & Research Co* (286500)			
33. Marine Midland Banks Inc	141,976	.29	141,976
34. Massachusetts Financial Services Inc*	141,400	.28	141,400
35. Sarofim (Fayez) & Co	136,816	.27	136,816
36. General Electric Co	131,000	.26	131,000
General Electric Pension Trust (131000)			
37. Chemical New York Corp	126,831	.25	96,960
38. Aetna Life & Casualty Co	126,073	.25	126,073
Aetna Insur Cos/Fds-Combined (126073)			
39. Northern Trust Corp	125,799	.25	99,860
40. Ohio State Teachers Retir System	123,500	.25	123,500
41. Heller (Walter E) International Corp	116,776	.23	96,191
American Natl Bk & Tr Co/Chicago (116776)			
42. First Pennsylvania Corp (112067)	115,695	.23	73,584
Vestaur Corp (3628)			
43. Bankamerica Corp<	107,723	.21	102,795
44. Texas Teachers Retir System	105,000	.21	105,000
45. Continental Investment Corp<	103,450	.21	103,450
Waddell & Reed Fds-Combined (103450)			
46. Baring Brothers Inc (England)	100,700	.20	42,000
Endowment Management & Res Co* (100700)			
47. INA Corp<	99,342	.20	99,342
INA Insur Cos/Fds-Combined (99342)			
48. Continental Corp<	96,500	.19	96,500
49. New York City Comptroller's Office	81,800K	.16	81,800K
TOTALS	26,364,131	54.85%	23,732,808

EASTERN GAS & FUEL

1 Beacon St., Boston, MA 02108
(617) 742-9200

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Bankers Trust New York Corp	1,183,874	5.56	1,183,874
2. Bank of New York Co Inc	1,081,154	5.08	1,080,104
3. Metropolitan Life Insurance Co	520,836	2.45	520,836
4. Citicorp<	377,218	1.77	60,831
5. Boston Company Inc<	333,529	1.57	165,818
6. Philadelphia National Corp	314,287	1.48	314,287
7. Morgan (J P) & Co Inc<	264,000	1.24	35,000
8. Wells Fargo & Co	212,587	1.00	212,587
9. Chemical New York Corp	197,964	.92	147,929
10. Scudder Stevens & Clark Co*	171,200	.79	78,000
11. First National Boston Corp	147,080	.68	125,980
12. Kirby Family Group-Alleghany Corp<	143,000	.66	143,000
Investors Diversified Ser Inc*			
IDS Funds-Combined (143000)			
13. State Street Research & Management Co*	130,500	.60	108,000
14. Young Mens Christian Assoc Retir Fund	116,699	.54	116,699
15. Heller (Walter E) International Corp	112,400	.52	53,200
American Natl Bk & Tr Co/Chicago (112400)			
16. Batterymarch Financial Mngt Corp	104,950	.48	104,950
17. Gates Rubber Co<	100,000	.46	100,000
Financial Programs Inc* (100000)			
18. FMR Corp	98,832	.45	98,832
Fidelity Mngt & Research Co* (98832)			
19. Dartmouth College	80,946F	.37	80,946F
20. Florida State Board of Administration	80,000L	.37	80,000L
21. Shawmut Corp	79,472	.36	19,337
Eastern Gas & Fuel ESOP-1600 Pcts (65753)			
22. Machen, C F	67,050X	.30	67,050X
23. National Securities & Research Corp*	57,200	.26	57,200
24. Glickenhaus & Co	56,700	.26	-
25. Security Pacific Corp<	51,100	.23	41,000
26. General Electric Co	50,000	.22	50,000
Elfun Trusts (50000)			
27. Neuberger & Berman+	44,463	.20	-
Neuberger & Berman Management Inc* (44463)			
28. Freeman, Robert H#	43,224	.19	43,224
29. Philips, John N Fam & Assoc#	42,340	.19	42,340
30. Pruyn, William J Fam & Assoc#	42,292	.19	42,292
31. Fiore, Louis R Fam & Assoc#	42,068	.19	42,068
TOTALS	6,346,965	29.80%	5,215,384

Business Lines

Business Lines	Percent Op Rev	Percent Income
Coal Mining	38%	(76%)
Natural Gas Distribution	38	101
Marine Transportation	20	80
Coke, Other	5	(4)
TOTAL ($ millions)	$666	$28a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	21,296	1	21,296	14,300
TOTAL VOTES (000'S)			21,296	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Foley, Hoag & Eliot, MA	LC	na	'78
Ropes & Gray, MA	LC	na	'78
Leva, Hawes, DC	WR	na	'78

Investment Bank

Investment Bank	Service
First Boston Corp, NY	CL, DL, DA

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 16.42% OF STOCK
TOP 10 HOLDERS CONTROL 21.87% OF STOCK
TOP 15 HOLDERS CONTROL 24.92% OF STOCK
TOP 20 HOLDERS CONTROL 27.10% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Citicorp<	3,508,195	7.75	-
El Paso ESOP-5895 Pcts (3508195)			
2. Lord Abbett & Co*	1,301,200	2.88	1,301,200
3. Morgan (J P) & Co Inc<	788,000	1.74	164,000
4. Dreyfus Corp*	702,300	1.55	700
5. FMR Corp	659,000	1.46	659,000
Fidelity Mngt & Research Co* (659000)			
6. Noel, William D#	534,120	1.18	534,120
7. Pittsburgh National Corp	522,020	1.15	501,420
8. Robeco (Holland)	500,000	1.10	500,000
9. BEA Associates Inc	356,600	.78	356,600
10. Marshall & Ilsley Corp	340,000	.75	321,000
11. Neuberger & Berman+	285,268	.62	-
Neuberger & Berman Management Inc* (285268)			
12. Oppenheimer & Co+	272,026	.59	270,000
13. Roulston & Co Inc	259,090	.56	-
14. Northwest Bancorporation<	256,467	.56	256,467
Northwestern Natl Bk Minneapolis (256467)			
15. Connecticut General Insurance Corp	248,000	.54	200,000
Conn Genl Insur Cos/Fds-Combined (248000)			
16. Glassell, Alfred C Jr#	231,954	.50	231,954
17. United States Steel Corp	229,500	.50	229,500
US Steel & Carnegie Pension Tr (229500)			
18. Texas Commerce Bancshares Inc	212,070	.46	21,832
19. Rockefeller Family Interests	200,000	.43	200,000
Rockefeller University (200000)			
20. Adams Express Co	150,000	.32	150,000
Petroleum Corp of America (150000)			
21. Wells Fargo & Co	130,545	.28	130,545
22. Heller (Walter E) International Corp	127,280	.27	103,300
American Natl Bk & Tr Co/Chicago (127280)			
23. Florida State Board of Administration	120,000L	.26	120,000L
24. Northwestern Mutual Life Insur Co	118,950	.25	118,950
25. American General Insurance Co<	106,132	.22	102,000
American Genl Insur Co-Combined (106132)			
26. National Health & Welfare Mtl Life Insur Ass	100,000	.21	100,000
27. Kayser Family Interests	99,309X	.21	99,309X
Kayser, Paul (82309)			
Kayser Foundation (17000)			
28. Bankers Trust New York Corp	93,192	.20	92,192
TOTALS	12,451,218	27.51%	6,764,089

EL PASO CO

2727 Allen Pkwy., Houston, TX 77019
(713) 525-9400

Business Lines	Percent Op Rev	Percent Income
Natural Gas	86%	83%
Chemicals	10	6
Liquified Nat Gas, Other	6	11
TOTAL ($ millions)	$2,031	$265a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	45,257	1	45,257	113,872
TOTAL VOTES (000'S)			45,257	

Counsel/Wash Rep	Serv	Fee (000)	Year
Sullivan & Cromwell, NY	LC	na	'78
Hogan & Hartson, DC	WR	na	'78
Williams & Connolly, DC	WR	na	'78

Investment Bank	Service
Merrill Lynch W Weld, NY	DL
Smith Barney, NY	DA

Accountant

Main, Lafrentz & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 15.38% OF STOCK
TOP 10 HOLDERS CONTROL 20.35% OF STOCK
TOP 15 HOLDERS CONTROL 23.27% OF STOCK
TOP 20 HOLDERS CONTROL 25.53% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. First International Bancshares Inc	1,007,953	3.43	70,206
Enserch TRASOP-7350 Pcts (110961)			
2. Capital Group Inc	830,000	2.83	234,000
Capital Research & Management Co* (440000)			
Capital Guardian Trust Co (390000)			
3. Chemical New York Corp	570,761	1.94	70,609
4. Kirby Family Group-Alleghany Corp<	450,000	1.53	450,000
Investors Diversified Ser Inc*			
IDS Funds-Combined (450000)			
5. Shearson Hayden Stone Inc<	387,150	1.32	387,150
Bernstein-Macauley Inc (387150)			
6. Mellon National Corp	325,993	1.11	322,330
7. Texas, University of	322,500	1.10	322,500
8. Robeco (Holland)	250,000	.84	250,000
9. American General Insurance Co<	237,600	.80	200,000
American Genl Insur Co-Combined (237600)			
10. Oppenheimer & Co+	236,700	.80	235,000
11. Century Capital Associates	234,200	.79	-
12. Pioneer Western Corp<	234,026	.79	225,026
Pioneering Management Corp* (234026)			
13. Republic of Texas Corp<	215,555	.72	201,556
14. BEA Associates Inc	210,750	.71	210,750
15. Marine Midland Banks Inc	149,715	.50	149,715
16. Royal Insurance Co Ltd (England)	149,000	.50	149,000
Royal Insurs Cos-Combined (149000)			
17. Neuberger & Berman+	144,500	.48	-
Neuberger & Berman Management Inc* (144500)			
18. Western Bancorporation<	117,657	.39	108,414
19. Delaware Management Co Inc*	100,000	.33	100,000
20. Gates Rubber Co<	100,000	.33	100,000
Financial Programs Inc* (100000)			
21. Morgan (J P) & Co Inc<	91,000	.30	91,000
22. Wells Fargo & Co	82,465	.27	82,465
23. Cochran, T C Jr Fam & Assoc#	74,700	.25	74,700
24. Bank of Tokyo Ltd	74,688	.25	7,338
25. First American Bank Corp	72,625	.25	66,000
26. First Pennsylvania Corp	67,437	.22	53,401
27. Scudder Stevens & Clark Co*	64,559	.21	-
28. Landmark Banking Corp of Florida	64,228	.21	64,228
29. Employers Casualty Co (& Subs)	60,205	.20	60,205
TOTALS	6,925,967	23.60%	4,285,593

ENSERCH CORP

301 S. Harwood St., Dallas, TX 75201
(214) 651-8700

Business Lines	Percent Op Rev	Percent Income
Gas Utility	59%	44%
Petroleum Expl & Prod	8	27
Petr Drilling & Serv	13	12
Eng & Construction	18	15
Other	2	2
TOTAL ($ millions)	$1,684	$156a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	29,349	1	29,349	45,200
TOTAL VOTES (000'S)			29,349	

Counsel/Wash Rep	Serv	Fee (000)	Year
Stinson Assoc Internl, DC	WR	na	'78
Covington & Burling, DC	WR	na	'78

Investment Bank	Service
Salomon Brothers, NY	CL, DL, MG
Goldman Sachs & Co, NY	CC, DC, PA

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 11.06% OF STOCK
TOP 10 HOLDERS CONTROL 15.74% OF STOCK
TOP 15 HOLDERS CONTROL 19.30% OF STOCK
TOP 20 HOLDERS CONTROL 21.38% OF STOCK

ENTEX INC

1200 Milam, Houston, TX 77002
(713) 654-5100

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS Investment Authority Number of Shares	% of Total	Voting Power
1. State Farm Mutl Automobile Insur Co	1,519,676	9.01	1,519,676
State Farm Investment Mngt Corp* (319998)			
State Farm Insur Cos-Combined (1199678)			
2. First City Bancorp of Texas Inc	685,162	4.06	628,975
Entex St Purchase Pl/2016 Pcts (578832)			
Entex TRASOP-2278 Pcts (56187)			
3. Batterymarch Financial Mngt Corp	306,200	1.82	306,200
4. Hinds Family Interests#	280,435	1.66	280,435
Hinds, Jackson C (253901)			
Hinds, W F (26534)			
5. Sarofim (Fayez) & Co	272,946	1.62	272,946
6. Abernathy, Jack H#	272,907	1.62	272,907
7. Barbour, Thomas D#	235,097	1.39	235,097
8. F & C Management Ltd (England)	210,000	1.25	210,000
9. City Investing Co<	200,000	1.19	200,000
Home Insur Group-Combined (200000)			
10. Marsh & Mclennan Cos Inc<	189,600	1.12	189,600
Eberstadt Asset Mngt Inc* (189600)			
11. Rice University	121,334	.71	121,334
12. Gardner & Preston Moss Inc	114,507	.67	60,667
13. Boston Company Inc<	93,800	.55	800
14. Liberty National Corp	77,419	.45	77,419
Liberty Natl Bk & Tr Co of Oakl (77419)			
15. Kleinwort Benson Lonsdale Ltd< (England)	63,000	.36	63,000
Kleinwort Benson Ltd (12000)			
Kleinwort Benson Internl Fd N V (36000)			
Merchants Trust Ltd (15000)			
16. Gregg, Saunders#	47,814	.27	47,814
17. Warburg (E M) Pincus & Co Inc	47,180	.27	-
EMW Counsellors Inc (47180)			
18. Johnson, Wayne D#	40,559	.23	40,559
19. Oregon Public Employees Retir System	37,000L	.21	37,000L
20. Dresdner Bank (West Germany)	36,000	.20	36,000
Deutscher Invest Tr-Gesellschaft Fur Westpa Transatlanta (36000)			
TOTALS	4,850,636	28.76%	4,600,429

Business Lines	Percent Op Rev	Percent Income
Natural Gas-Residential	39%	77%
-Commercial	25	
-Industrial	19	
Oil Expl, Drilling, Ref	16	22
TOTAL ($ millions)	$683	$71a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	16,866F	1	16,866	14,381
TOTAL VOTES (000'S)			16,866	

Counsel/Wash Rep	Serv	Fee (000)	Year
Baker & Botts, TX	GC	na	'78
Gailor & Elias, DC	WR	na	'78

Investment Bank	Service
Merrill Lynch, NY	DL

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 18.17% OF STOCK
TOP 10 HOLDERS CONTROL 24.74% OF STOCK
TOP 15 HOLDERS CONTROL 27.52% OF STOCK
TOP 20 HOLDERS CONTROL 28.76% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		Voting Power
	Number of Shares	% of Total	
1. Exxon Corp	9,787,298	2.21	6,520,349
Exxon Thrift Pl/Participants (6520349)			
Exxon Thrift Pl-Participants (3266949)			
2. Chase Manhattan Corp	8,189,165	1.85	7,463,490
3. Rockefeller Family Interests	7,701,600	1.74	7,701,600
Rockefeller Foundation (2500000)			
Rockefeller University (210374)			
Rockefeller Brothers Fund (220000)			
Descendants of John D Jr (4771226)			
4. Morgan (J P) & Co Inc<	6,598,000	1.49	5,446,000
5. Manufacturers Hanover Corp<	6,091,234	1.37	3,563,579
6. Citicorp<	4,690,096	1.06	1,920,804
7. TIAA-CREF	4,223,000	.94	4,223,000
College Retirement Equities Fund (4125000)			
Teachers Insurance & Annuity Assn (98000)			
8. Bankers Trust New York Corp	3,672,069	.82	3,345,081
9. First National Boston Corp	3,464,355	.77	3,058,795
10. Chemical New York Corp	3,281,512	.73	2,708,057
11. U S Trust Corp	3,224,549	.72	2,711,375
12. Sarofim (Fayez) & Co	3,169,246	.70	3,169,246
13. Texas Commerce Bancshares Inc	2,772,599	.62	1,773,278
14. Mellon National Corp	2,564,609	.57	1,862,658
15. Prudential Insurance Co of Am	2,537,000	.56	2,537,000
16. First Union Bancorp	2,401,836	.53	2,383,573
17. Wells Fargo & Co	2,390,806	.53	2,390,806
18. National Detroit Corp	2,364,905	.52	2,149,710
19. Bank of New York Co Inc	2,318,370	.51	2,309,360
20. Harris Bankcorp Inc	2,249,000	.50	1,585,000
21. Girard Co	2,211,204	.50	1,627,186
22. Provident National Corp<	2,184,610	.48	1,877,977
23. California Public Emps & Teachers Retir Sys	2,060,644L	.45	2,060,644L
24. Union National Bk of Pittsburgh	2,019,401	.45	1,835,890
25. Dupont Family Interests	1,940,730	.43	727,913
Du Pont (E I) de Nemours & Co Inc (1055000)			
Wilmington Trust Co (885730)			
26. Clevetrust Corp	1,861,782	.41	1,669,257
27. First Chicago Corp<	1,819,838	.40	1,649,903
28. Kirby Family Group-Alleghany Corp<	1,736,000	.38	1,725,000
Investors Diversified Ser Inc* (36000)			
IDS Funds-Combined (1700000)			
29. Boston Company Inc<	1,653,719	.36	1,029,921
30. First City Bancorp of Texas Inc	1,593,457	.35	1,593,457
Exxon Corp ESOP-50030 Pcts (992851)			
31. Gulf Oil Corp	1,580,000L	.35	1,580,000L
32. General Electric Co	1,502,200	.33	1,502,200
Elfun Trusts (50000)			
General Electric Pension Trust (1442200)			
General Electric Medical Trust (10000)			
33. Mercantile Bancorporation Inc	1,479,955	.32	1,479,955
34. Donaldson Lufkin & Jenrette Inc< (1400941)	1,440,941	.31	-
Alliance Capital Management Corp* (40000)			

CONTINUED ON NEXT PAGE

EXXON

1251 Ave. of the Americas, New York, NY 10020
(212) 398-3000

Business Lines	Percent Op Rev	Percent Income
Petroleum Products	71%	96%
Crude Oil	16	
Natural Gas, Other Petr	6	
Chemicals, Other	7	4
TOTAL ($ millions)	$63,896	$8,662b

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Capital	443,614	1	443,614	693,176
TOTAL VOTES (000'S)			443,614	

Counsel/Wash Rep	Serv	Fee (000)	Year
Davis, Polk, NY	MC	na	'79
Howrey & Simon, DC	LT	na	'79
Cleary, Gottlieb, NY	WR	na	'78

Investment Bank	Service
Morgan Stanley & Co, NY	MG, DL

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 8.65% OF STOCK
TOP 10 HOLDERS CONTROL 13.01% OF STOCK
TOP 15 HOLDERS CONTROL 16.22% OF STOCK
TOP 20 HOLDERS CONTROL 18.87% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
35. Marsh & Mclennan Cos Inc<	1,435,995	.31	980,477
Putnam Management Co* (867318)			
Eberstadt Asset Mngt Inc* (568677)			
36. Wellington Management Co*	1,363,922	.30	75,000
37. New York State Teachers Retir Fund	1,332,900	.29	1,332,900
38. Fidelcor Inc	1,328,485	.29	1,328,485
39. Bankamerica Corp<	1,319,962	.29	1,266,534
40. National City Corp	1,297,000	.28	1,190,000
41. Scudder Stevens & Clark Co*	1,240,325	.27	100,000
42. Babson (David L) & Co Inc* (1087174)	1,211,174	.26	-
Jones & Babson Inc (124000)			
43. First Bank System Inc	1,205,060	.26	1,083,746
44. Marine Midland Banks Inc	1,191,669	.26	1,191,669
45. Ford Foundation	1,176,500	.26	1,176,500
46. Batterymarch Financial Mngt Corp	1,124,952	.25	1,124,952
47. Aetna Life & Casualty Co	1,119,073	.25	1,116,973
Aetna Insur Cos/Fds-Combined (1119073)			
48. INA Corp<	1,101,300	.25	1,101,300
INA Insur Cos/Fds-Combined (1101300)			
49. State Street Boston Corp	1,085,590	.23	1,085,590
50. First Pennsylvania Corp (1055054)	1,083,943	.23	721,484
Vestaur Corp (28889)			
51. Heller (Walter E) International Corp	1,062,114	.23	857,856
American Natl Bk & Tr Co/Chicago (1062114)			
52. Continental Corp<	1,047,182	.23	1,047,182
53. Mercantile Bankshares Corp<	1,013,975	.22	439,196
54. Stein Roe & Farnham*	1,004,269	.22	280,508
55. Hospital Trust Corp	996,813	.21	985,025
56. Massachusetts Financial Services Inc*	977,575	.21	977,575
57. Hartford National Corp	928,652	.20	910,397
58. Pittsburgh National Corp	916,454	.20	877,076
59. New York State Common Retirement Fund	906,000L	.19	906,000L
60. Colonial Bancorp Inc (Conn)	898,303	.19	898,263
61. First International Bancshares Inc	897,799	.19	882,698
TOTALS	139,042,716	31.34%	113,119,450

FLORIDA POWER

3201 34th St. S., St. Petersburg, FL 33711
(813) 866-5151

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS Investment Authority Number of Shares	 % of Total	 Voting Power
1. United States Steel Corp	553,140	3.83	553,140
US Steel & Carnegie Pension Tr (553140)			
2. National Detroit Corp	441,936	3.06	436,633
3. General Electric Co	270,000	1.87	270,000
General Electric Pension Trust (270000)			
4. Hartford National Corp	265,950	1.84	261,912
5. Continental Illinois Corp	242,053	1.68	193,302
6. Lord Abbett & Co*	200,000	1.39	200,000
7. Wisconsin Investment Board	187,820	1.30	187,820
8. Tisch Family Group	176,700	1.22	176,700
CNA Insur Cos/Fds-Combined (176700)			
9. Chase Manhattan Corp	174,157	1.21	139,527
10. Nationwide Mutual Insur Co	173,075	1.20	173,075
11. Massachusetts Financial Services Inc*	162,000	1.12	162,000
12. Texas Teachers Retir System	159,610	1.11	159,610
13. National Life Insurance Co	135,000	.93	135,000
Natl Insur Cos & Sentinel Fds (135000)			
14. United States Fidelity & Guaranty Co	128,400	.88	128,400
15. Los Angeles County Employees Retir Assoc	120,000M	.82	120,000M
16. Connecticut General Insurance Corp	114,700	.79	80,000
Conn Genl Insur Cos/Fds-Combined (114700)			
17. Citizens & Southern National Bk (Georgia)	108,665	.75	94,665
18. International Telephone & Telegraph Corp<	102,375	.70	102,375
Hartford Fire Insur Cos-Combined (102375)			
19. Bullock (Calvin) Ltd*	90,000	.61	90,000
20. Institutional Capital Corp	90,000	.61	53,100
21. Mercantile Bancorporation Inc	89,368	.61	89,368
22. Prudential Insurance Co of Am	85,000	.58	85,000
23. Bankers Trust New York Corp	75,819	.52	63,356
24. American General Insurance Co<	70,000	.48	70,000
American Genl Insur Co-Combined (70000)			
25. Bank of New York Co Inc	67,820	.46	67,820
26. Citicorp<	65,793	.45	62,461
27. Northwestern Mutual Life Insur Co	65,000	.44	65,000
28. Guardian Life Insur Co of America	62,000	.42	62,000
29. First Commercial Banks Inc	57,371	.39	57,371
30. Merrill Lynch & Co Inc<	51,000	.34	51,000
Merrill Lynch Asset Mngt Co Inc* (51000)			
31. Hartford Steam Boiler Inspect & Insur Co	50,125	.34	50,125
32. Wells Fargo & Co	49,546	.33	49,546
33. Vance Sanders & Co Inc*	40,000	.27	-
34. Grumman Corp	40,000	.27	40,000
35. Fidelcor Inc	39,149	.26	39,149
36. Connecticut Mutual Life Insur Co	37,359	.25	37,359
37. Riggs National Bank	35,697	.25	35,183
38. Lutheran Brotherhood	35,000	.23	35,000
39. Security New York State Corp	34,381	.23	27,492
40. Massachusetts Mutual Life Insur Co	33,000	.22	33,000
41. Colonial Bancorp Inc (Conn)	30,427	.20	30,427
42. Pacific Mutual Life Insurance Co	30,000A	.20	30,000A
43. American Security Corp (D C)	29,820	.20	29,820
44. Clevetrust Corp	29,406	.19	28,656
TOTALS	5,098,662	35.34%	4,856,392

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	44%	na
-Commercial	25	na
-Industrial	14	na
-Wholesale, Other	18	na
TOTAL ($ millions)	$751	$81r

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	14,426	1	14,426	31,309
TOTAL VOTES (000'S)			14,426	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Beveridge, Fairbanks, DC	WR	na	'78
Covington & Burling, DC	WR	na	'78
Reid & Priest, NY	WR	na	'78

Investment Bank

Investment Bank	Service
Kidder, Peabody & Co, NY	MI
Merrill Lynch, NY	MI

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 12.29% OF STOCK
TOP 10 HOLDERS CONTROL 18.61% OF STOCK
TOP 15 HOLDERS CONTROL 23.50% OF STOCK
TOP 20 HOLDERS CONTROL 27.00% OF STOCK

FLORIDA POWER & LIGHT

9250 W. Flagler St., Miami, FL 33174
(305) 552-3552

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. State Street Research & Management Co*	1,403,520	3.48	1,162,520
2. Bankers Trust New York Corp	1,352,030	3.35	245,046
Florida Power & Light Emp Thrift Plan-2837 Pcts (694119)			
Florida Power & Light ESOP-9100 (390897)			
3. Dupont Family Interests	1,137,520	2.82	16,220
Du Pont (E I) de Nemours & Co Inc (1103000)			
Wilmington Trust Co (34520)			
4. United States Steel Corp	869,100	2.16	869,100
US Steel & Carnegie Pension Tr (869100)			
5. Prudential Insurance Co of Am	685,700	1.70	685,700
6. Wellington Management Co*	603,400	1.50	36,000
7. Capital Group Inc	602,800	1.50	216,800
Capital Research & Management Co* (225000)			
Capital Guardian Trust Co (377800)			
8. Harris Bankcorp Inc	588,000	1.46	419,000
9. Chase Manhattan Corp	551,353	1.37	484,022
10. National Detroit Corp	513,796	1.27	417,916
11. Ford Foundation	500,000	1.24	500,000
12. Crocker National Corp	468,133	1.16	299,383
13. Bankamerica Corp<	456,796	1.13	451,846
14. First Chicago Corp<	437,479	1.09	282,200
15. Minnesota State Board of Investment	416,500K	1.03	416,500K
16. Wells Fargo & Co	398,948	.98	398,948
17. Citicorp<	379,125	.93	239,222
18. New England Mutual Life Insur Co	377,791	.93	43,880
19. Girard Co	369,006	.91	291,145
20. Stein Roe & Farnham*	347,521	.85	167,300
21. California Public Emps & Teachers Retir Sys	336,600L	.82	336,600L
22. TIAA-CREF	300,000	.73	300,000
College Retirement Equities Fund (300000)			
23. Bjurman (George D) & Associates	281,000	.69	281,000
24. Rosenberg Capital Management	275,000	.67	275,000
25. State Farm Mutl Automobile Insur Co	265,000	.65	265,000
State Farm Insur Cos-Combined (265000)			
26. Harvard University	258,059F	.63	258,059F
27. Baring Brothers Inc (England)	244,800	.60	187,500
Endowment Management & Res Co* (244800)			
28. Aetna Life & Casualty Co	241,400	.59	241,400
Aetna Insur Cos/Fds-Combined (241400)			
29. Travelers Corp<	229,300	.56	228,200
30. American General Insurance Co<	227,800	.56	227,800
American Genl Insur Co-Combined (227800)			
31. Lazard Freres & Co	218,900	.53	212,000
32. National City Corp	217,000	.53	211,000
33. City Investing Co<	200,000	.50	200,000
Home Insur Group-Combined (200000)			
34. General Electric Co	200,000	.50	200,000
General Electric Pension Trust (200000)			
35. Texas Teachers Retir System	194,400	.47	194,400
36. Dodge & Cox Inc*	190,426	.46	190,426
37. Centran Corp	188,029	.46	188,029

CONTINUED ON NEXT PAGE

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	52%	na
-Commercial	36	na
-Industrial	6	na
-Wholesale, Other	7	na
TOTAL ($ millions)	$1,647	$211c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	40,315	1	40,315	32,089
TOTAL VOTES (000'S)			40,315	

Counsel/Wash Rep	Serv	Fee (000)	Year
Steel, Hector & Davis, FL	GC	$3,300	'78
Lowenstein, Newman, DC	WR	na	'78
Reid & Priest, NY	WR	na	'78

Investment Bank	Service
Merrill Lynch, NY	CL, PL
Goldman Sachs & Co, NY	CC, PC
Salomon Brothers, NY	CC, PC

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 13.51% OF STOCK
TOP 10 HOLDERS CONTROL 20.61% OF STOCK
TOP 15 HOLDERS CONTROL 26.26% OF STOCK
TOP 20 HOLDERS CONTROL 30.90% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
38. Lord Abbett & Co*	185,400	.45	185,400
39. Metropolitan Life Insurance Co	174,800	.42	174,800
40. Chemical New York Corp	172,780	.42	161,780
41. First Bank System Inc	168,383	.41	166,463
42. United States Fidelity & Guaranty Co	164,800	.40	164,800
43. N C N B Corp<	164,496	.40	164,496
44. Boston Company Inc<	161,066	.39	25,820
45. First Pennsylvania Corp (152332)	160,232	.39	117,250
Vestaur Corp (7900)			
46. State Street Boston Corp	159,440	.39	159,440
47. Clevetrust Corp	159,223	.38	149,298
48. Scudder Stevens & Clark Co*	158,984	.38	-
49. General Reinsurance Corp	152,900	.37	152,900
50. SBHU Holdings Inc	152,400	.37	-
51. Royal Insurance Co Ltd (England)	150,100	.36	150,100
Royal Insurs Cos-Combined (150100)			
52. John Hancock Mutual Life Insur Co	147,100	.35	147,100
53. Marine Midland Banks Inc	139,324	.34	139,324
54. Ohio Public Employees Retir System	138,400M	.33	138,400M
55. Connecticut Mutual Life Insur Co	135,000	.32	135,000
56. Princeton University	135,000M	.32	135,000M
57. Mercantile Bankshares Corp<	129,654	.31	64,334
58. First Union Bancorp	129,310	.31	121,810
59. Provident National Corp<	125,109	.30	57,134
60. Yale University	125,000F	.30	125,000F
61. Bullock (Calvin) Ltd*	120,300	.29	120,300
62. Northwestern Mutual Life Insur Co	120,000	.29	120,000
63. Rothschild Family Group (France-England)	116,048	.28	113,248
Bank of California NA (116048)			
64. National Life Insurance Co	115,000	.28	115,000
Natl Insur Cos & Sentinel Fds (115000)			
65. Illinois State Universities Retir System	110,000L	.26	110,000L
66. Commerce Bancshares Inc	109,675	.26	107,196
67. Lincoln First Banks Inc	107,764	.26	100,123
68. Texas, University of	105,470	.25	105,470
69. American Express Co<	104,200	.25	104,200
American Exp Insur Cos-Combined (104200)			
70. International Telephone & Telegraph Corp<	100,400	.25	100,400
Hartford Fire Insur Cos-Combined (100400)			
71. Delaware Management Co Inc*	100,000	.25	100,000
72. Manufacturers Hanover Corp<	98,621	.23	40,128
73. Bristol, John W Interests	98,111	.23	98,111
Bristol (John W) & Co Inc (98111)			
74. Hospital Trust Corp	96,647	.23	96,647
75. Pacific Mutual Life Insurance Co	95,500	.23	95,500
76. Boatmens Bankshares Inc	95,379	.23	95,179
77. Allendale Group<	95,000	.23	95,000
Allendale Insur Cos-Combined (95000)			
78. Bank of New York Co Inc	94,772	.23	94,772
79. Farmers Group Inc<	93,900	.22	93,900
Farmers Group Insur Cos-Combined (93900)			
TOTALS	21,991,920	54.55%	16,379,985

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Canadian Imperial Bank of Commerce	801,386	4.96	801,386
California Canadian Bank			
Fluor Emps Trust Fd (801386)			
2. Fluor Family Interests#	565,988	3.50	565,988
Fluor, J Robert (153367)			
Fluor Family-Other (412621)			
3. Bankamerica Corp<	565,875	3.50	565,875
Fluor Sal Emps Sav Pl/6363 Pcts (565875)			
4. Prudential Insurance Co of Am	556,100	3.44	556,100
5. Provident National Corp<	473,650	2.93	402,900
6. Manufacturers Hanover Corp<	453,288	2.80	438,098
7. Kirby Family Group-Alleghany Corp<	400,000	2.47	400,000
Investors Diversified Ser Inc*			
IDS Funds-Combined (400000)			
8. Travelers Corp<	260,700	1.61	232,100
9. Weiner Family Interests#	260,390	1.61	260,390
Weiner, Charles (139872)			
Weiner, Gary (36384$)			
Weiner, Mary Don (84134$)			
10. Bethlehem Steel Corp	234,200	1.45	234,200
Bethlehem Steel Corp Pension Pl (234200)			
11. Bankers Trust New York Corp	224,923	1.39	218,223
12. New York City Teachers Retirement System	200,000F	1.24	200,000F
13. Robeco (Holland)	160,000	.98	160,000
Rolinco (160000)			
14. Pike Family Interests#	132,670	.81	132,670
Pike, John K (30017)			
Pike, Thoma P (102653)			
15. Pittsburgh National Corp	131,520	.80	121,520
16. American General Insurance Co<	123,265	.75	123,265
American Genl Insur Co-Combined (123265)			
17. Girard Co	115,460	.70	63,900
18. Sass (Martin D)	113,750	.69	65,300
19. Seligman (J & W) & Co+	100,000	.61	100,000
Union Service Corp*			
Broad Street Investing Corp (100000)			
20. Delaware Management Co Inc*	100,000	.61	100,000
21. Tappan, David S Jr#	90,236	.55	90,236
22. BEA Associates Inc	85,500	.52	85,500
23. General Accid Fire & Life Insur (Eng)	83,300	.51	83,300
General Accid Fire & Life Assur (47800)			
Potomac Insurance Co (35500)			
24. Marsh & Mclennan Cos Inc<	81,800	.50	40,100
Putnam Management Co* (81800)			
25. Mutual Life Insurance Co of NY	72,700	.44	72,700
26. Trust Co of Georgia	68,854	.42	68,854
27. Mutual Life Assurance Co of Canada	68,000	.41	68,000
28. Florida State Board of Administration	56,666L	.34	56,666L
29. Neuberger & Berman+	55,647	.33	-
Neuberger & Berman Management Inc* (55647)			
30. Oregon Public Employees Retir System	55,350L	.33	55,350L
31. South Carolina Natl Corp	52,700	.32	52,300

CONTINUED ON NEXT PAGE

FLUOR CORP

3333 Michelson Dr., Irvine, CA 92730
(714) 975-2000

Business Lines	Percent Op Rev	Percent Income
Plant Eng & Constr	89%	75%
Oil & Gas Production	1	8
Contract Drilling Serv	2	2
Metal Prod, Coal, Other	9	14
TOTAL ($ millions)	$2,866	$189a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	15,688	1	15,688	15,000
$3 Pfd Ser B	483	1	483	3,200
TOTAL VOTES (000'S)			16,171	

Counsel/Wash Rep	Serv	Fee (000)	Year
Brownstein, Zeidman, DC	WR	na	'78
Walker Associates, DC	WR	na	'77

Investment Bank	Service
Smith Barney, NY	DA, JV
Goldman Sachs & Co, NY	MG

Accountant

Arthur Young & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 18.32% OF STOCK
TOP 10 HOLDERS CONTROL 28.27% OF STOCK
TOP 15 HOLDERS CONTROL 33.52% OF STOCK
TOP 20 HOLDERS CONTROL 36.94% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		Voting Power
	Number of Shares	% of Total	
32. John Hancock Mutual Life Insur Co	49,400	.30	49,400
33. Sears Roebuck & Co	45,034	.27	45,034
Sears Invest Mngt-Pen & Saving Pls (45034)			
34. Provident Life & Accident Insur Co (18300)	44,900	.27	44,900
Provident Natl Assur Co (26600)			
35. Jennison Associates Capital Corp	40,200	.25	40,200
36. Axe (E W) & Co Inc*	40,000	.25	40,000
37. Charter New York Corp	39,200	.23	30,000
Irving Trust Co (39200)			
38. Merrill Lynch & Co Inc<	36,000	.21	36,000
Merrill Lynch Asset Mngt Co Inc* (36000)			
39. I S I Corp*	36,000	.21	36,000
I S I Funds-Combined (36000)			
40. Minnesota Mutual Life Insur Co	35,600	.21	35,600
41. Union Bank of Switzerland	35,000	.21	35,000
Intrag*			
Amca (35000)			
42. Sheffield, A C#	34,625	.20	34,625
43. Moncrief, Ernest#	34,305	.20	34,305
44. Wellington Management Co*	33,000	.19	30,000
45. Ticor	32,400	.19	6,350
Title Insur & Trust Co (32400)			
TOTALS	7,279,582	45.02%	6,912,335

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS Investment Authority Number of Shares	% of Total	Voting Power
1. First National Charter Corp	30,902	.75	8,345
2. Fleming, Ray C & Family#	12,100	.28	12,100
3. Kemper Family Interests#	9,500	.22	9,500
Kemper, David W Memorial Foundation (9500)			
TOTALS	52,502	1.27%	29,945

GAS SERVICE

2460 Pershing Rd., Kansas City, MO 64108
(816) 221-4765

Business Lines

Business Lines	Percent Op Rev	Percent Income
Natural Gas-Industrial	29%	na
-Res, Commercial	70	na
-Other	1	na
TOTAL ($ millions)	$366	$10c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	4,143	1	4,143	17,834
TOTAL VOTES (000'S)			4,143	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Utz, Litvak, Thackery#, MO	LC	$4	'79

Investment Bank

Investment Bank	Service
Blyth Eastman Dillon, NY	DA

Accountant

Arthur Young & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 1.27% OF STOCK
TOP 10 HOLDERS CONTROL 1.27% OF STOCK
TOP 15 HOLDERS CONTROL 1.27% OF STOCK
TOP 20 HOLDERS CONTROL 1.27% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		Voting Power
	Number of Shares	% of Total	
1. Crown Family Interests#	5,431,161	20.36	5,431,161
Crown, Henry & Fam (128500)			
Crown, Lester Fam & Assoc (1082905)			
Crown Fund (1189750)			
Crown Family Trusts (848891)			
Crown, Henry & Co (412750)			
Areljay Co (661000)			
Crown Interests-Other (32015)			
Cummings, Nathan (1075000)			
Falkoff, Milton (350)			
2. Bankers Trust New York Corp	2,046,275	7.67	2,046,275
General Dynamics Sal Emps Sav & Stock Purchase Pl/18843 (1642735)			
General Dynamics Hourly Sav & Stock Invest Pl/11782 (403540)			
3. Morgan (J P) & Co Inc<	1,419,000	5.32	529,000
4. Baring Brothers Inc (England)	1,091,500	4.09	528,700
Endowment Management & Res Co* (1091500)			
5. Capital Group Inc (6300)	897,600	3.36	-
Capital Research & Management Co* (891300)			
6. Donaldson Lufkin & Jenrette Inc< (582000)	664,500	2.49	1,000
Alliance Capital Management Corp* (82500)			
7. Sarofim (Fayez) & Co	510,024	1.91	510,024
8. Seligman (J & W) & Co+	500,000	1.87	500,000
Union Service Corp*			
National Investors Corp (500000)			
9. Kemper Family Group	458,025	1.72	458,025
Kemper Financial Services Inc* (458025)			
10. Republic of Texas Corp<	339,025	1.27	339,025
11. Wisconsin Investment Board	322,500	1.21	322,500
12. Madison Fund Inc	312,500	1.17	312,500
13. Sears Roebuck & Co	257,150	.95	257,150
Sears Invest Mngt-Pen & Saving Pls (257150)			
14. Maryland National Corp (8375)	253,925	.94	253,925
Redwood Capital Mngt Inc (245550)			
15. Kirby Family Group-Alleghany Corp<	250,000	.93	250,000
IDS Life Insurance Co (125000)			
Investors Diversified Ser Inc* (125000)			
16. Robeco (Holland)	250,000	.93	250,000
Rolinco (250000)			
17. Rosenberg Capital Management	241,500	.90	241,500
18. Lewis, David S#	236,042	.87	236,042
19. Oppenheimer & Co+	232,650	.86	192,500
20. Lord Abbett & Co*	206,000	.76	206,000
21. Marsh & Mclennan Cos Inc<	185,750	.69	89,250
Putnam Management Co* (185750)			
22. Mackay-Shields Financial Corp	184,550	.68	184,550
23. Neuberger & Berman+	143,625	.53	-
Neuberger & Berman Management Inc* (143625)			
24. Massachusetts Financial Services Inc*	125,000	.46	125,000
25. Connecticut General Insurance Corp	121,500	.45	5,000
Conn Genl Insur Cos/Fds-Combined (121500)			

CONTINUED ON NEXT PAGE

GENERAL DYNAMICS

Pierre Laclede Ctr., St. Louis, MO 63105
(314) 862-2440

Business Lines	Percent Op Rev	Percent Income
Military Aircraft	25%	21%
Tactical Missiles	13	12
Nuclear Submarines	29	37
Concrete, Asbestos, Coal	15	13
Space, Telecomm, Other	18	17
TOTAL ($ millions)	$3,205	$139g

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	26,679	1	26,679	30,384
TOTAL VOTES (000'S)			26,679	

Counsel/Wash Rep	Serv	Fee (000)	Year
Jenner & Block#, IL	LC˙	$1116	'78
Slatinshek & Assoc, DC	WR	na	'78

Investment Bank	Service
Lazard Freres & Co, NY#	DV, MI

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 40.80% OF STOCK
TOP 10 HOLDERS CONTROL 50.07% OF STOCK
TOP 15 HOLDERS CONTROL 55.30% OF STOCK
TOP 20 HOLDERS CONTROL 59.67% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
26. Travelers Corp<	119,000	.44	119,000
27. National Securities & Research Corp*	117,400	.43	117,400
28. Citicorp<	112,869	.41	89,600
29. INA Corp< INA Insur Cos/Fds-Combined (105562)	105,562	.39	105,562
30. Continental Investment Corp< Waddell & Reed Fds-Combined (100000)	100,000	.36	100,000
31. Fahnestock & Co+	93,500	.34	2,000
32. Boggs, James M & Fam#	91,553	33	91,553
33. Century Capital Associates	85,900	.31	-
34. Oregon Public Employees Retir System	75,000L	.27	75,000L
35. Macdonald, Gorden E#	70,694	.25	70,694
36. Continental Illinois Corp	66,250	.25	63,250
37. Heller (Walter E) International Corp American Natl Bk & Tr Co/Chicago (62750)	62,750	.23	57,000
38. Axe (E W) & Co Inc*	54,200	.19	54,200
TOTALS	17,834,480	66.85%	14,214,386

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. General Electric Co	8,274,309	3.63	8,274,309
General Electric Savings & Security Program/151362 Pcts (8274309)			
2. Morgan (J P) & Co Inc<	4,184,000	1.83	3,623,000
3. Eccles Family Interests#	3,471,428	1.52	3,471,428
Eccles, George S & Fam (577915)			
Eccles, Marriner S & Fam (326742)			
Littlefield, E Wattis Fam & Assoc (1548156)			
Wattis, Paul J Jr Fam & Assoc (421777)			
Wattis, Paul Estate (596838)			
4. Citicorp<	3,136,607	1.38	1,199,636
5. First National Boston Corp	2,460,547	1.08	2,178,642
6. Bankers Trust New York Corp	2,451,731	1.08	2,188,094
7. TIAA-CREF	2,217,100	.96	2,217,100
College Retirement Equities Fund (2179100)			
Teachers Insurance & Annuity Assn (38000)			
8. Chase Manhattan Corp	2,101,253	.91	1,732,428
9. Manufacturers Hanover Corp<	2,057,506	.89	724,795
10. Mellon National Corp	1,799,988	.78	1,138,926
11. National Detroit Corp	1,792,411	.78	1,624,214
12. Wells Fargo & Co	1,770,425	.77	1,770,425
13. California Public Emps & Teachers Retir Sys	1,677,015L	.73	1,677,015L
14. Boston Company Inc<	1,656,664	.72	585,615
15. U S Trust Corp	1,610,032	.70	1,389,545
16. Prudential Insurance Co of Am	1,482,900	.64	1,482,900
17. Crocker National Corp	1,481,072	.64	1,381,013
18. First Security Corp	1,398,014	.60	1,392,934
19. Kirby Family Group-Alleghany Corp<	1,366,400	.59	1,266,900
Investors Diversified Ser Inc* (366400)			
IDS Funds-Combined (1000000)			
20. Capital Group Inc	1,356,600	.58	286,400
Capital Research & Management Co* (634700)			
Capital Guardian Trust Co (721900)			
21. Northern Trust Corp	1,288,048	.55	1,097,920
22. Sarofim (Fayez) & Co	1,270,961	.55	1,270,961
23. Harris Bankcorp Inc	1,211,000	.52	908,000
24. Chemical New York Corp	1,103,352	.47	883,723
25. Clevetrust Corp	1,053,091	.45	977,497
26. Bank of New York Co Inc	1,016,150	.44	728,153
27. New York State Common Retirement Fund	947,500L	.41	947,500L
28. Mercantile Bancorporation Inc	928,248	.40	928,248
29. Bankamerica Corp<	915,740	.39	867,254
30. Girard Co	912,355	.39	720,579
31. Rockefeller Family Interests	832,952	.36	832,952
Rockefeller Foundation (178000)			
Rockefeller University (80000)			
Rockefeller Brothers Fund (65000)			
Descendants of John D Jr (509952)			
32. Provident National Corp<	782,109	.33	641,036
33. Ohio State Teachers Retir System	760,900	.32	760,900
34. California, University of	760,849	.32	760,849
35. First Union Bancorp	756,027	.32	735,067

CONTINUED ON NEXT PAGE

GENERAL ELECTRIC

3135 Easton Tnpk., Fairfield, CT 06431
(203) 373-2431

Business Lines	Percent Op Rev	Percent Income
Consumer Products	23%	31%
Ind Prod, Components	18	18
Energy Systems	16	8
Aerospace, Technical Pro	23	23
Coal, Uranium, Other	5	15
Foreign multi-industry	14	6
Eliminations, Other	1	(1)
TOTAL ($ millions)	$20,073	$1,230c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	228,036	1	228,036	543,000
TOTAL VOTES (000'S)			228,036	

Counsel/Wash Rep	Serv	Fee (000)	Year
White & Case, NY	GC	na	'79
Mayer, Brown & Platt, IL	LT	na	'78
Walker Associates, DC	WR	na	'78

Investment Bank	Service
Morgan Stanley & Co, NY	DL, MG
Goldman Sachs & Co, NY	DC

Accountant

Peat, Marwick, Mitchell & Co, NY

NOTE: According to *Fortune*, 8-77, the Eccles, Wattis and Littlefield families own about 5% of Company stock.

Concentration

TOP 5 HOLDERS CONTROL 9.44% OF STOCK
TOP 10 HOLDERS CONTROL 14.10% OF STOCK
TOP 15 HOLDERS CONTROL 17.83% OF STOCK
TOP 20 HOLDERS CONTROL 20.94% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
36. New York State Teachers Retir Fund	727,700	.31	727,700
37. Stein Roe & Farnham*	718,668	.31	152,759
38. Fidelcor Inc	714,501	.30	714,501
39. Aetna Life & Casualty Co	698,865	.30	698,065
Aetna Insur Cos/Fds-Combined (698865)			
40. Continental Illinois Corp	687,326	.29	468,499
41. Metropolitan Life Insurance Co	684,956	.29	684,956
42. United States Steel Corp	683,913	.29	683,913
US Steel & Carnegie Pension Tr (683913)			
43. Hospital Trust Corp	674,704	.29	669,836
44. Donaldson Lufkin & Jenrette Inc< (602428)	647,428	.27	248,073
Alliance Capital Management Corp* (45000)			
45. New England Merchants Co Inc	644,769	.27	-
46. State Farm Mutl Automobile Insur Co	640,253	.27	640,253
State Farm Investment Mngt Corp* (76238)			
State Farm Insur Cos-Combined (564015)			
47. New England Mutual Life Insur Co	604,116	.25	160,999
48. American Security Corp (D C)	599,834	.25	599,834
49. Standard Oil Co (Indiana)	585,486L	.25	585,486L
Cyprus Mines Corp (585486)			
50. Sears Roebuck & Co	567,740	.25	567,740
Allstate Insur Cos/Fds-Combined (567740)			
51. Mercantile Bankshares Corp<	561,657	.25	271,116
52. Wellington Management Co*	552,118	.23	25,000
53. Heller (Walter E) International Corp	543,363	.23	449,468
American Natl Bk & Tr Co/Chicago (543363)			
54. Alabama Bancorp	538,478	.23	538,478
55. State Street Research & Management Co*	533,392	.22	435,992
56. Equitable Life Assur Society of US	527,200	.22	527,200
57. First Bank System Inc	516,924	.22	458,293
58. First Chicago Corp<	512,046	.21	489,310
59. First Pennsylvania Corp (497732)	510,814	.21	341,735
Vestaur Corp (13082)			
60. Browning Family Interests	502,877Y	.21	502,877Y
Browning, Val A (489648)			
Browning, Ann Estate (13229)			
61. Dupont Family Interests	492,749	.21	371,942
Wilmington Trust Co (492749)			
62. Marine Midland Banks Inc	486,138	.20	486,138
63. State Street Boston Corp	480,201	.20	480,201
64. Security Pacific Corp<	475,670	.20	412,099
65. CBT Corp	471,643	.20	457,318
66. New York City Comptroller's Office	443,542K	.18	443,542K
67. New Jersey Division of Investment	434,000M	.18	434,000M
TOTALS	80,748,355	35.41%	67,393,281

GENERAL PUB UTILITIES

260 Cherry Hill Rd., Parsippany, NJ 07054
(201) 263-4900

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Hartford National Corp	2,425,455	3.98	9,205
General Public Utilities TRASOP-10500 Pcts (437000)			
2. Girard Co	758,265	1.24	708,981
3. Ohio State Teachers Retir System	553,200	.90	553,200
4. Republic of Texas Corp<	518,776	.84	518,776
5. Marine Midland Banks Inc	452,500	.73	452,500
6. Harris Bankcorp Inc	355,000	.57	321,000
7. Tisch Family Group	282,000	.45	282,000
CNA Insur Cos/Fds-Combined (282000)			
8. Morgan (J P) & Co Inc<	276,000	.44	78,000
9. Robeco (Holland)	270,000	.43	270,000
10. Chemical New York Corp	263,331	.42	262,499
11. BEA Associates Inc	225,105	.36	225,105
12. Crocker National Corp	201,954	.32	201,801
13. SAFECO Corp<	199,300	.32	199,300
SAFECO Insur Cos & Fds-Combined (199300)			
14. Connecticut General Insurance Corp	199,100	.32	199,100
Conn Genl Insur Cos/Fds-Combined (199100)			
15. First Pennsylvania Corp	194,083	.31	83,910
16. Massachusetts Financial Services Inc*	175,781	.28	175,781
17. Bankers Trust New York Corp	163,808	.26	161,644
18. Lincoln National Corp<	137,921	.22	137,921
Lincoln Natl Insur/Fds-Combined (137921)			
19. Lord Abbett & Co*	135,989	.21	135,989
TOTALS	7,787,569	12.77%	4,976,712

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	41%	na
-Industrial	28	na
-Commercial	25	na
-Other	5	na
TOTAL ($ millions)	$1,326	$139c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	60,971	1	60,971	177,056
TOTAL VOTES (000'S)			60,971	

Counsel/Wash Rep	Serv	Fee (000)	Year
Berlack, Israels, NY	GC	na	'78
Byoir & Associates, DC	WR	na	'78

Investment Bank	Service
Merrill Lynch W Weld, NY	DA

Accountant

Coopers & Lybrand, NY

Concentration

TOP 5 HOLDERS CONTROL 7.72% OF STOCK
TOP 10 HOLDERS CONTROL 10.09% OF STOCK
TOP 15 HOLDERS CONTROL 11.77% OF STOCK
TOP 20 HOLDERS CONTROL 12.77% OF STOCK

GETTY OIL

3810 Wilshire Blvd., Los Angeles, CA 90010
(213) 381-7151

Business Lines	Percent Op Rev	Percent Income
Oil & Gas Crude	27%	29%
Oil & Gas Products	42	14
Chemicals & Other	8	5
Foreign Oil & Other	22	51
TOTAL ($ millions)	$3,758	$866b

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	82,154	1	82,154	19,947
TOTAL VOTES (000'S)			82,154	

Counsel/Wash Rep	Serv	Fee (000)	Year
Hays & Landsman#, NY	LC	$135	'78
Delaney & Patrick, DC	WR	na	'78
Burditt & Calkins, IL	LT	na	'78

Investment Bank	Service
Blyth Eastman Dillon, NY	MG
Lehman Kuhn Loeb, NY	MI

Accountant

Arthur Andersen & Co, IL

CHANGES IN CONTROL: In 4-80 the J. Paul Getty estate planned to sell about 5 million shares reducing the total family holdings to 42.5 million shares.

Concentration

TOP 5 HOLDERS CONTROL 63.66% OF STOCK
TOP 10 HOLDERS CONTROL 66.73% OF STOCK
TOP 15 HOLDERS CONTROL 68.79% OF STOCK
TOP 20 HOLDERS CONTROL 70.50% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Getty Family Interests#	47,778,432	58.16	47,778,432
Getty, Sarah C Estate (31805088)			
Getty, J Paul Estate (15970340)			
Getty, Gordon P (4)			
Hays, C Lansing (3000)			
2. Kirby Family Group-Alleghany Corp<	1,313,000	1.60	1,306,000
IDS Life Insurance Co (48000)			
Investors Diversified Ser Inc* (55000)			
IDS Funds-Combined (1210000)			
3. Bankamerica Corp<	1,111,252	1.35	1,111,252
4. Bankers Trust New York Corp	1,104,593	1.34	1,037,497
5. Citicorp<	990,428	1.21	533,192
6. Manufacturers Hanover Corp<	737,528	.89	52,164
7. New York State Teachers Retir Fund	596,800	.72	596,800
8. Donaldson Lufkin & Jenrette Inc<	454,223	.54	45,823
9. General Electric Co	375,000	.45	375,000
General Electric Pension Trust (375000)			
10. Aetna Life & Casualty Co	358,800	.43	307,600
Aetna Insur Cos/Fds-Combined (358800)			
11. Ohio Public Employees Retir System	350,400M	.42	350,400M
12. TIAA-CREF	343,400	.41	343,400
College Retirement Equities Fund (343400)			
13. Metropolitan Life Insurance Co	334,240	.40	334,240
14. Harvard University	333,524	.40	333,524
15. Crocker National Corp	332,316	.39	167,784
16. New Jersey Division of Investment	325,000M	.39	325,000M
17. Marsh & Mclennan Cos Inc<	300,297	.36	298,697
Putnam Management Co* (5600)			
Eberstadt Asset Mngt Inc* (294697)			
18. Wells Fargo & Co	299,108	.35	299,108
19. Ford Foundation	242,900	.29	242,900
20. New York City Comptroller's Office	236,600K	.28	236,600K
21. Wertheim & Co Inc	235,265	.28	235,265
22. Mercantile Bancorporation Inc	225,344	.26	225,344
23. Schiff, John M#	217,724	.26	217,724
24. Rothschild Family Group (France-England)	214,808	.25	207,368
Bank of California NA (11788)			
New Court Capital Mngt Inc (203020)			
25. Bethlehem Steel Corp	206,800	.25	206,800
Bethlehem Steel Corp Pension Pl (206800)			
26. Savings Banks Trust Co	203,200	.25	16,000
27. Robeco (Holland)	200,000	.23	200,000
Rolinco (200000)			
28. First Union Bancorp	199,557	.23	199,557
29. Bristol, John W Interests	188,644	.22	188,644
Bristol (John W) & Co Inc (188644)			
30. Rowe Price (T) & Associates Inc*	187,950	.22	69,700
31. Stuart, Harold C#	175,678	.20	175,678
32. Heller (Walter E) International Corp	173,884	.20	148,000
American Natl Bk & Tr Co/Chicago (173884)			
TOTALS	60,346,695	73.46%	58,165,493

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. National Detroit Corp	1,977,782	2.76	1,771,582
2. Morgan (J P) & Co Inc<	1,686,000	2.36	1,528,000
3. Capital Group Inc Capital Research & Management Co* (977000) Capital Guardian Trust Co (690400)	1,667,400	2.33	423,000
4. Clevetrust Corp	1,341,414	1.88	1,251,857
5. TIAA-CREF College Retirement Equities Fund (1325000)	1,325,000	1.85	1,325,000
6. Wellington Management Co*	1,153,100	1.61	89,600
7. Texas Teachers Retir System	993,500	1.39	993,500
8. Prudential Insurance Co of Am	936,600	1.31	936,600
9. Wisconsin Investment Board	922,100	1.29	922,100
10. California Public Emps & Teachers Retir Sys	870,000L	1.22	870,000L
11. FMR Corp Fidelity Mngt & Research Co* (835300)	835,300	1.17	835,300
12. Savings Banks Trust Co	639,800	.88	18,000
13. Wells Fargo & Co	630,142	.87	630,142
14. Connecticut General Insurance Corp Conn Genl Insur Cos/Fds-Combined (489200)	489,200	.67	200,000
15. BEA Associates Inc	485,300	.67	485,300
16. Hartford National Corp	453,501	.62	436,601
17. Provident National Corp<	416,291	.57	334,225
18. American General Insurance Co< American Genl Insur Co-Combined (402100)	402,100	.55	400,000
19. Minnesota State Board of Investment	400,500K	.55	400,500K
20. Los Angeles County Employees Retir Assoc	400,000M	.55	400,000M
21. Massachusetts Financial Services Inc*	390,000	.54	390,000
22. Roulston & Co Inc	364,950	.50	-
23. Republic of Texas Corp<	355,840	.50	355,840
24. John Hancock Mutual Life Insur Co	353,750	.48	353,750
25. California, University of	336,000	.46	336,000
26. New York State Common Retirement Fund	294,100L	.40	294,100L
27. Alabama Bancorp	293,178	.40	293,178
28. Lord Abbett & Co*	291,000	.40	291,000
29. National City Corp	289,000	.39	273,000
30. Crum & Foster< Crum & Foster Insur Cos-Combined (284500)	284,500	.39	284,500
31. First Kentucky Natl Corp	278,158	.38	265,558
32. National Life Insurance Co Natl Insur Cos & Sentinel Fds (269000)	269,000	.37	269,000
33. United States Steel Corp US Steel & Carnegie Pension Tr (261000)	261,000	.35	261,000
34. Harris Bankcorp Inc	260,000	.35	174,000
35. Federated Investors Inc< Federated Research Corp* (253800)	253,800	.34	-
36. First National Bank of Akron	239,290	.32	239,290
37. Chase Manhattan Corp	230,196	.31	62,545
38. Farmers Group Inc< Farmers Group Insur Cos-Combined (229412)	229,412	.31	229,412
39. Oregon Public Employees Retir System	225,000L	.30	225,000L
40. New York City Teachers Retirement System	215,100F	.29	215,100F
41. Western Bancorporation<	212,086	.29	210,290

CONTINUED ON NEXT PAGE

GOODYEAR TIRE & RUBBER

1144 E. Market St., Akron, OH 44316
(216) 794-2121

Business Lines	Percent Op Rev	Percent Income
Tires & Tubes	64%	83%
Transportation Products	20	
Ind Rubber, Chem Prod	11	9
Defense, Energy, Other	4	8
TOTAL ($ millions)	$7,489	$650a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	71,535	1	71,535	79,048
TOTAL VOTES (000'S)			71,535	

Counsel/Wash Rep	Serv	Fee (000)	Year
Walker Associates, DC	WR	na	'78

Investment Bank	Service
Dillon, Read & Co, NY	DL
First Boston Corp, NY	DC
Goldman Sachs & Co, NY	DA

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 11.18% OF STOCK
TOP 10 HOLDERS CONTROL 18.00% OF STOCK
TOP 15 HOLDERS CONTROL 22.30% OF STOCK
TOP 20 HOLDERS CONTROL 25.20% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		Voting Power
	Number of Shares	% of Total	
42. Invesco Capital Mngt Inc	206,700	.28	-
43. Bankers Trust New York Corp	198,005	.27	192,158
44. Brundage Story & Rose	184,364	.25	184,364
45. Stanford University	172,188F	.23	172,188F
46. State Mtl Life Assur Co of America	162,350	.22	94,000
State Mtl Life Insur/Fds-Combined (162350)			
47. Boatmens Bankshares Inc	157,868	.21	156,000
48. Oppenheimer & Co+	156,400	.21	107,500
49. I S I Corp*	150,000	.20	150,000
I S I Funds-Combined (150000)			
50. Fiduciary Trust Co of New York	150,000	.20	150,000
51. First Pennsylvania Corp	144,334	.19	9,350
TOTALS	25,632,599	35.83%	20,489,430

GULF OIL

Gulf Bldg., Pittsburgh, PA 15230
(412) 263-5000

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Mellon Family Interests#	35,100,000	18.00	35,100,000
Pearson, Nathan W-Trustee (3308938)			
Mellon, (Andrew W) Foundation (5463709)			
Mellon (Richard King) Foundation (1690213)			
Scaife (Sarah) Foundation (1634623)			
Mellon Family-Other (23002517)			
2. Mellon National Corp	3,902,127	2.00	2,975,523
Gulf Oil St Bonus Pl/24170 Pcts (1317194)			
3. TIAA-CREF	2,926,000	1.50	2,926,000
College Retirement Equities Fund (2800000)			
Teachers Insurance & Annuity Assn (126000)			
4. Prudential Insurance Co of Am	2,213,900	1.14	2,213,900
5. First Tulsa Bancorp Inc	2,135,228	1.10	2,134,828
6. Wells Fargo & Co	1,570,555	.80	1,570,555
7. Ford Foundation	1,424,700	.72	1,424,700
8. Warren (William K) Foundation	1,414,697	.72	1,414,697
9. Tisch Family Group	1,192,300	.60	1,192,300
Loews Corp (41700)			
CNA Insur Cos/Fds-Combined (1150600)			
10. Lord Abbett & Co*	1,177,500	.59	1,177,500
11. National Detroit Corp	1,026,105	.52	942,768
12. Wellington Management Co*	989,300	.50	77,400
13. United States Steel Corp	909,900	.46	909,900
US Steel & Carnegie Pension Tr (909900)			
14. Morgan (J P) & Co Inc<	895,000	.45	360,000
15. Girard Co	838,212	.42	587,725
16. Continental Corp<	788,250	.39	788,250
17. Pittsburgh National Corp	761,623	.38	717,206
18. Provident National Corp<	670,681	.33	563,124
19. Chemical New York Corp	632,020	.31	592,140
20. Batterymarch Financial Mngt Corp	599,298	.30	599,298
21. Manufacturers Hanover Corp<	582,151	.29	244,248
22. Minnesota State Board of Investment	580,600K	.29	580,600K
23. Massachusetts Financial Services Inc*	550,000	.27	550,000
24. Dreyfus Corp*	535,200	.26	5,200
25. Bankers Trust New York Corp	520,521	.26	501,966
Gulf Oil TRASOP/Participants (424613)			
26. Fidelcor Inc	467,721	.23	467,721
27. Carter (Amon G) Foundation	450,000	.22	450,000
28. Union National Bk of Pittsburgh	424,889	.21	362,143
29. First Pennsylvania Corp (359150)	405,758	.20	197,885
Vestaur Corp (46608)			
30. Scudder Stevens & Clark Co*	405,420	.20	-
31. Gates Rubber Co<	400,000	.20	400,000
Financial Programs Inc* (400000)			
32. Robeco (Holland)	400,000	.20	400,000
33. Clevetrust Corp	392,527	.19	362,749
34. New York City Teachers Retirement System	391,300F	.19	391,300F
35. Crown, Henry Family Interests	300,000X	.14	300,000X
TOTALS	67,973,483	34.86%	63,481,626

Business Lines

Business Lines	Percent Op Rev	Percent Income
Oil Expl & Prod	6%	90%
Oil Refining, Marketing	84	
Chemicals	9	6
Coal & Uranium	1	3
TOTAL ($ millions)	$19,892	$1,300a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Capital	194,996	1	194,996	357,061
TOTAL VOTES (000'S)			194,996	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Reed, Smith, Shaw, PA	LC	na	'75
Howrey & Simon, DC	LT	na	'78
Ragan & Mason, DC	WR	na	'78

Investment Bank

Investment Bank	Service
First Boston Corp, NY	DL
Salomon Brothers, NY	DC
Merrill Lynch W Weld, NY	DC

Accountant

Coopers & Lybrand, NY

Concentration

TOP 5 HOLDERS CONTROL 23.73% OF STOCK
TOP 10 HOLDERS CONTROL 27.21% OF STOCK
TOP 15 HOLDERS CONTROL 29.60% OF STOCK
TOP 20 HOLDERS CONTROL 31.37% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Hunt Family Group Placid Oil Co (687500)	687,500M	8.24	687,500M
2. Allen, Robert H#	153,472	1.84	153,472
3. Dreyfus Corp*	104,800	1.26	-
4. Hudson, Edward J#	100,000	1.20	100,000
5. Travelers Corp<	87,300	1.05	80,000
6. Woodruff, Frank G#	79,314	.94	79,314
7. Rieveschl, George Jr#	44,000	.52	44,000
8. Oppenheimer & Co+	20,000	.23	-
9. Butler Family Interests# Butler, George A (25) Houston Corp (19474)	19,499	.22	19,499
TOTALS	1,295,885	15.52%	1,163,785

GULF RESOURCES & CHEM

1100 Milam Bldg., Houston, TX 77002
(713) 658-0471

Business Lines

	Percent Op Rev	Percent Income
Coal	30%	58%
Lead, Zinc, Silver	40	(13)
Lithium, Explosives	21	44
Fertilizer, Oil, Gas	7	11
TOTAL ($ millions)	$390	$31b

Stock Class

	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	7,098	1	7,098	13,693
$1.60 C Pfd	1,250	1	1,250	2,249
TOTAL VOTES (000'S)			8,348	

Counsel/Wash Rep

	Serv	Fee (000)	Year
Vinson & Elkins, TX	GC	na	'78
Brown, Peacock, Keane, ID	LC	$198	'77

Investment Bank

	Service
Bear, Stearns & Co, NY	DA, DL, FA
Bache Halsey Stuart, NY	DC

Accountant

Arthur Andersen & Co, IL

CHANGES IN CONTROL: In 2-80 Placid Oil Co offered to acquire Company.

Concentration

TOP 5 HOLDERS CONTROL 13.57% OF STOCK
TOP 10 HOLDERS CONTROL 15.52% OF STOCK
TOP 15 HOLDERS CONTROL 15.52% OF STOCK
TOP 20 HOLDERS CONTROL 15.52% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Morgan (J P) & Co Inc<	2,732,000	4.65	2,400,000
2. Republic of Texas Corp<	1,800,000	3.06	-
Halliburton Profit Sharing & Savings Plan-Internal Admin (1800000)			
3. Citicorp<	1,249,543	2.13	622,675
4. Rowe Price (T) & Associates Inc*	1,108,886	1.89	218,900
5. Capital Group Inc	1,047,300	1.78	320,400
Capital Research & Management Co* (301200)			
Capital Guardian Trust Co (746100)			
6. Babson (David L) & Co Inc* (884920)	984,920	1.68	-
Jones & Babson Inc (100000)			
7. Sarofim (Fayez) & Co	982,804	1.67	982,804
8. Prudential Insurance Co of Am	980,300	1.67	980,300
9. General Electric Co	921,500	1.57	921,500
General Electric Pension Trust (914000)			
General Electric Medical Trust (7500)			
10. Stein Roe & Farnham*	866,388	1.47	210,200
11. Marsh & Mclennan Cos Inc<	798,013	1.36	562,013
Putnam Management Co* (585500)			
Eberstadt Asset Mngt Inc* (212513)			
12. California Public Emps & Teachers Retir Sys	770,000L	1.31	770,000L
13. First National Boston Corp	751,610	1.28	719,825
14. Mellon National Corp	640,030	1.09	222,067
15. Brown, George R Family Interests#	632,760	1.08	632,760
Brown, George R (244800)			
Brown Foundation (387960)			
16. Kirby Family Group-Alleghany Corp<	558,632	.94	300,800
Investors Diversified Ser Inc* (257832)			
IDS Funds-Combined (300800)			
17. Manufacturers Hanover Corp<	538,484	.91	331,952
18. New York State Common Retirement Fund	532,000L	.90	532,000L
19. Equitable Life Assur Society of US	491,600	.83	491,600
20. First International Bancshares Inc	456,418	.77	447,156
21. Kemper Family Group	453,611	.76	453,611
Kemper Financial Services Inc* (447111)			
Kemper Insur Cos-Combined (6500)			
22. Brown Bros Harriman & Co	449,837	.76	330,050
23. Bank of New York Co Inc	425,088	.71	235,088
24. Bjurman (George D) & Associates	421,700	.71	421,700
25. Metropolitan Life Insurance Co	402,750	.68	402,750
26. Scudder Stevens & Clark Co*	389,613	.65	70,000
27. Chemical New York Corp	359,104	.60	356,004
28. Bankers Trust New York Corp	356,823	.60	345,256
29. TIAA-CREF	350,000	.59	350,000
College Retirement Equities Fund (350000)			
30. New England Mutual Life Insur Co	336,595	.56	109,480
31. New York City Comptroller's Office	332,000K	.56	332,000K
32. First Union Bancorp	307,777	.51	289,827
33. Donaldson Lufkin & Jenrette Inc< (256050)	298,750	.50	-
Alliance Capital Management Corp* (42700)			
34. Wisconsin Investment Board	293,400	.50	293,400
35. Chase Manhattan Corp	286,390	.48	246,590

CONTINUED ON NEXT PAGE

HALLIBURTON CO

2600 Southland Ctr., Dallas, TX 75201
(214) 748-7261

Business Lines	Percent Op Rev	Percent Income
Oil Field Services	25%	56%
Ind Eng & Constr	57	16
Marine Eng & Constr	16	24
Ind Prod, Insurance	3	4
TOTAL ($ millions)	$6,642	$660a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	58,740	1	58,740	21,752
TOTAL VOTES (000'S)			58,740	

Counsel/Wash Rep	Serv	Fee (000)	Year
Vinson & Elkins, TX	LC	na	'78
Coke & Coke, TX	LC	$61	'73

Investment Bank	Service
Lehman Kuhn Loeb, NY	DL, CL, MG

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 13.51% OF STOCK
TOP 10 HOLDERS CONTROL 21.58% OF STOCK
TOP 15 HOLDERS CONTROL 27.69% OF STOCK
TOP 20 HOLDERS CONTROL 32.08% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
36. Lehman Brothers Kuhn Loeb Inc	282,700	.47	280,000
37. Hospital Trust Corp	261,308	.43	260,343
38. Massachusetts Financial Services Inc*	259,900	.43	259,900
39. Sears Roebuck & Co	259,300	.43	259,300
Allstate Insur Cos/Fds-Combined (259300)			
40. INA Corp<	255,395	.42	255,395
INA Insur Cos/Fds-Combined (255395)			
41. Travelers Corp<	245,061	.41	186,286
42. National Detroit Corp	231,098	.38	197,831
43. FMR Corp	230,800	.38	230,800
Fidelity Mngt & Research Co* (230800)			
44. Hartford National Corp	228,893	.38	225,843
45. Aetna Life & Casualty Co	227,629	.38	210,629
Aetna Insur Cos/Fds-Combined (227629)			
46. Los Angeles County Employees Retir Assoc	220,000M	.36	220,000M
47. Bankamerica Corp<	219,150	.36	219,150
48. Minnesota State Board of Investment	216,700K	.36	216,700K
49. John Hancock Mutual Life Insur Co	215,777	.36	215,777
50. Illinois State Teachers Retir System	215,000F	.36	215,000F
51. Wells Fargo & Co	211,020	.35	211,020
52. U S Trust Corp	210,330	.35	107,452
53. Wachovia Corp	204,934	.34	188,956
54. Bethlehem Steel Corp	202,700	.34	202,700
Bethlehem Steel Corp Pension Pl (202700)			
55. Connecticut General Insurance Corp	201,700	.33	158,100
Conn Genl Insur Cos/Fds-Combined (201700)			
56. New York City Teachers Retirement System	200,200F	.33	200.200F
57. Crocker National Corp	195,459	.32	155,357
58. New England Merchants Co Inc	195,345	.32	-
59. Continental Illinois Corp	195,016	.32	112,626
60. Ohio State Teachers Retir System	190,000	.31	190,000
61. Boston Company Inc<	186,051	.31	90,898
62. Wellington Management Co*	185,598	.31	30,500
63. New York Life Insurance Co	175,200	.29	175,200
64. Ford Foundation	175,000	.29	175,000
65. Lord Abbett & Co*	167,235	.27	167,235
66. American Security Corp (D C)	166,782	.27	166,782
67. Girard Co	166,305	.27	102,760
68. Mercantile Bankshares Corp<	165,545	.27	106,374
69. Washington Dept of Retirement Systems	160,100M	.26	160,100M
70. National Investment Ser of America Inc	157,400	.26	157,400
71. Detroitbank Corp	146,417	.25	145,417
72. Mackay-Shields Financial Corp	143,817	.23	143,817
73. Texas Teachers Retir System	138,200	.23	138,200
74. Miller Anderson & Sherrerd	136,650	.22	-
75. Colorado Public Employees Retir Assoc	136,500F	.22	136,500F
76. First Bank System Inc	129,816	.21	124,727
77. Heller (Walter E) International Corp	127,554	.21	102,960
American Natl Bk & Tr Co/Chicago (127554)			
78. Boatmens Bankshares Inc	126,612	.21	125,572
79. First Chicago Corp<	126,577	.21	114,977
TOTALS	32,799,400	55.84%	23,246,492

HOMESTAKE MINING

650 California St., San Francisco, CA 94108
(415) 981-8150

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Bank of New York Co Inc	468,095	4.13	468,095
2. Capital Group Inc	362,600	3.20	108,100
Capital Research & Management Co* (117500)			
Capital Guardian Trust Co (245100)			
3. Gates Rubber Co<	100,000	.87	100,000
Financial Programs Inc* (100000)			
4. Van Eck Management Corp*	75,000	.65	75,000
International Investors (75000)			
5. French National Government	70,000	.61	70,000
Societe Generale			
Soginter (70000)			
6. Oppenheimer & Co+	50,400	.43	-
7. Bankers Trust New York Corp	48,798	.42	42,498
8. Brundage Story & Rose	40,966	.35	40,966
9. First Pennsylvania Corp (27396)	39,996	.34	650
Vestaur Corp (12600)			
10. Power Corp-Investors Group of Canada<	38,400	.33	38,400
Great-West Life Insurance Co (38400)			
11. Royal Trust Co (Canada)	38,000	.33	38,000
Royal Trust Fds-Combined (38000)			
12. Henshaw, Paul C#	36,604	.31	36,604
13. Wells Fargo & Co	36,282	.31	36,282
14. Heller (Walter E) International Corp	32,991	.28	28,400
American Natl Bk & Tr Co/Chicago (32991)			
15. Franklin Resources Inc<	30,000	.25	-
Franklin Research Inc* (30000)			
16. Citicorp<	25,300	.21	500
17. Phoenix Mutual Life Insurance Co	25,000	.21	-
18. Harris Bankcorp Inc	25,000	.21	17,000
19. Princeton University	25,000M	.21	25,000M
TOTALS	1,568,432	13.83%	1,125,495

Business Lines	Percent Op Rev	Percent Income
Gold	38%	16%
Uranium	26	41
Lead, Zinc	22	30
Silver, Timber, Other	14	13
TOTAL ($ millions)	$173	$49a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	11,338	1	11,338	22,274
TOTAL VOTES (000'S)			11,338	

Counsel/Wash Rep	Serv	Fee (000)	Year
Thelen, Marrin, CA	GC	na	'77
McDermott, Will, IL	LT	na	'78
Brobeck, Phleger, CA	LC	na	'78

Investment Bank	Service
Not Available	

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 9.49% OF STOCK
TOP 10 HOLDERS CONTROL 11.42% OF STOCK
TOP 15 HOLDERS CONTROL 12.95% OF STOCK
TOP 20 HOLDERS CONTROL 13.83% OF STOCK

HOUSTON INDUSTRIES

Electric Tower, Houston, TX 77001
(713) 228-2474

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Texas Commerce Bancshares Inc	735,721	2.38	725,621
Houston Industries ESOP-3996 Pct (526108)			
2. Chase Manhattan Corp	614,230	1.99	508,880
3. California, University of	560,593	1.81	560,593
4. Metropolitan Life Insurance Co	498,380	1.61	498,380
5. Prudential Insurance Co of Am	480,000	1.55	480,000
6. First National Boston Corp	475,310	1.54	390,310
7. Sears Roebuck & Co	416,600	1.35	416,600
Sears Invest Mngt-Pen & Saving Pls (60000)			
Allstate Insur Cos/Fds-Combined (356600)			
8. First International Bancshares Inc	408,129	1.32	407,129
9. United States Steel Corp	382,705	1.24	382,705
US Steel & Carnegie Pension Tr (382705)			
10. Seligman (J & W) & Co+	375,000	1.21	375,000
Union Service Corp*			
Broad Street Investing Corp (150000)			
Tri-Continental Corp (225000)			
11. First Bank System Inc	369,599	1.20	326,024
12. Aetna Life & Casualty Co	364,237	1.18	364,237
Aetna Insur Cos/Fds-Combined (364237)			
13. Travelers Corp<	329,000A	1.07	242,300A
14. American Security Corp (D C)	323,950	1.05	323,950
15. First Chicago Corp<	320,352	1.04	316,019
16. Republic of Texas Corp<	318,743	1.03	318,743
17. Minnesota State Board of Investment	293,700K	.94	293,700K
18. Northern Trust Corp	290,842	.93	262,506
19. International Telephone & Telegraph Corp<	284,700	.91	284,700
Hartford Fire Insur Cos-Combined (284700)			
20. John Hancock Mutual Life Insur Co	253,200	.81	253,200
21. Brown Bros Harriman & Co	229,366	.73	175,000
22. Harris Bankcorp Inc	227,000	.72	184,000
23. General Electric Co	211,800	.68	211,800
General Electric Pension Trust (211800)			
24. National Detroit Corp	205,389	.65	173,766
25. Centran Corp	205,072	.65	211,072
26. Continental Corp<	204,717	.65	204,717
27. City Investing Co<	200,000	.64	200,000
Home Insur Group-Combined (200000)			
28. Dreyfus Corp*	199,600	.64	-
29. Liberty Mutual Insurance Co	196,400	.63	196,400
30. Lincoln First Banks Inc	194,305	.62	189,073
31. Chemical New York Corp	189,600	.60	185,752
32. Boston Company Inc<	188,916	.60	134,864
33. First National Holding Corp	183,985	.59	183,985
34. Riggs National Bank	183,849	.59	175,449
35. State Street Boston Corp	180,465	.57	180,465
36. Batterymarch Financial Mngt Corp	180,400	.57	180,400
37. Fidelcor Inc	179,308	.57	179,308
38. First Union Bancorp	178,192	.57	178,192
39. Provident National Corp<	175,637	.56	160,473
40. Royal Insurance Co Ltd (England)	163,100	.52	163,100
Royal Insurs Cos-Combined (163100)			

CONTINUED ON NEXT PAGE

Business Lines	Percent Op Rev	Percent Income
Electricity	97%	na
Uranium, Coal Mining	2	na
Oil & Gas	2	na
TOTAL ($ millions)	$1,349	$129c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	30,887	1	30,887	30,338
TOTAL VOTES (000'S)			30,887	

Counsel/Wash Rep	Serv	Fee (000)	Year
Baker & Botts#, TX	LC	$1714	'78
Bracewell & Patterson#, TX	LC	$34	'78

Investment Bank	Service
Morgan Stanley & Co, NY	CL, DA
Dean Witter Reynolds, CA	CC
Kidder, Peabody & Co, NY	CC

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 9.35% OF STOCK
TOP 10 HOLDERS CONTROL 16.02% OF STOCK
TOP 15 HOLDERS CONTROL 21.54% OF STOCK
TOP 20 HOLDERS CONTROL 26.21% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
41. National City Corp	152,000	.48	136,000
42. SBHU Holdings Inc	144,100	.46	5,700
43. Bank of New York Co Inc	142,323	.45	42,323
44. Morgan (J P) & Co Inc<	140,000	.44	25,000
45. New York State Common Retirement Fund	133,500L	.42	133,500L
46. United States Fidelity & Guaranty Co	129,500	.41	129,500
47. Texas American Bancshares Inc	128,126	.40	122,901
48. U S Trust Corp	123,059	.39	83,709
49. California Public Emps & Teachers Retir Sys	122,800L	.39	122,800L
50. Texas, University of	122,000	.38	122,000
51. New York City Teachers Retirement System	120,000F	.38	120,000F
52. Fidelity Union Bancorp	108,254	.34	108,154
53. Citicorp<	105,938	.33	57,429
54. Connecticut General Insurance Corp	103,900	.33	43,900
Conn Genl Insur Cos/Fds-Combined (103900)			
55. Robeco (Holland)	100,000	.31	100,000
56. Commerce Bancshares Inc	93,460	.29	91,550
57. Manufacturers Hanover Corp<	92,944	.29	70,772
58. Capital Group Inc	89,600	.28	-
Capital Research & Management Co* (89600)			
59. Boatmens Bankshares Inc	86,886	.27	86,536
60. First City Bancorp of Texas Inc	80,947	.25	80,947
61. American National Financial Corp<	80,000	.25	80,000
American National Insur Co (80000)			
62. Neuberger & Berman+	80,000	.25	-
Neuberger & Berman Management Inc* (80000)			
63. Cornell University	80,000M	.25	80,000M
64. Clevetrust Corp	76,467	.25	45,044
65. Southeast Banking Corp	69,518	.22	65,818
66. Valley National Bank of Arizona	68,786	.21	67,952
67. Wells Fargo & Co	63,529	.20	63,529
68. Girard Co	62,927	.19	45,929
69. National Life Insurance Co	62,000	.19	62,000
Natl Insur Cos & Sentinel Fds (62000)			
TOTALS	14,934,656	48.35%	13,391,406

HOUSTON NATURAL GAS

1200 Travis St., Houston, TX 77002
(713) 654-6161

Business Lines

Business Lines	Percent Op Rev	Percent Income
Natural Gas Expl & Trans	68%	50%
Marine Transport	12	12
Ind Gas, Coal	17	18
Oil & Gas Expl	5	18
Inter-Co Items, Other	(2)	1
TOTAL ($ millions)	$1,798	$260b

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	38,747G	1	38,747	20,643
TOTAL VOTES (000'S)			38,747	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Vinson & Elkins, TX	GC	na	'79

Investment Bank

Investment Bank	Service
White Weld & Co Inc, NY	DL
First Boston Corp, NY	DC, DA
Merrill Lynch W Weld, NY	DA

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 11.45% OF STOCK
TOP 10 HOLDERS CONTROL 18.89% OF STOCK
TOP 15 HOLDERS CONTROL 25.02% OF STOCK
TOP 20 HOLDERS CONTROL 29.82% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Pott, H T	1,332,490C	3.44	1,332,490C
2. Mercantile Bankshares Corp<	826,572	2.13	579,406
3. Maryland National Corp	800,934	2.07	800,934
4. Sears Roebuck & Co	788,000	2.03	788,000
Allstate Insur Cos/Fds-Combined (788000)			
5. Equitable Life Assur Society of US	690,300	1.78	690,300
6. First Union Bancorp	681,187	1.76	647,387
7. TIAA-CREF	600,000	1.55	600,000
College Retirement Equities Fund (600000)			
8. United States Steel Corp	541,300	1.40	541,300
US Steel & Carnegie Pension Tr (541300)			
9. Riggs National Bank	537,175	1.39	535,075
10. Clagett, C Thomas Jr & Associates#	522,326M	1.35	522,326M
11. Kirby Family Group-Alleghany Corp<	520,500	1.34	365,100
Investors Diversified Ser Inc* (520500)			
12. Marsh & Mclennan Cos Inc<	518,900	1.34	447,800
Putnam Management Co* (128500)			
Eberstadt Asset Mngt Inc* (390400)			
13. Mercantile Bancorporation Inc	465,992	1.20	465,992
14. United States Fidelity & Guaranty Co (383900)	445,900	1.15	445,900
U S Fid & Guar Insur Cos-Combined (62000)			
15. Citicorp<	422,385	1.09	305,900
16. First & Merchants Corp	387,354	1.00	37,620
17. National City Corp	376,000	.96	369,000
18. Metropolitan Life Insurance Co	370,500	.95	370,500
19. Texas Commerce Bancshares Inc	365,124	.93	356,194
20. Northwest Bancorporation< (33150)	360,393	.92	357,793
Northwestern Natl Bk Minneapolis (327243)			
21. Brown Bros Harriman & Co	357,330	.91	201,550
22. Stein Roe & Farnham*	354,033	.90	62,500
23. American General Insurance Co<	332,050	.85	329,550
American Genl Insur Co-Combined (332050)			
24. Easterlin, Vern E	272,907C	.69	272,907C
25. Shearson Hayden Stone Inc<	265,100	.67	265,100
Bernstein-Macauley Inc (265100)			
26. U S Trust Corp	264,364	.67	162,064
27. FMR Corp	251,114	.64	251,114
Fidelity Mngt & Research Co* (251114)			
28. Minnesota State Board of Investment	216,800K	.55	216,800K
29. Crocker National Corp	213,378	.54	191,978
30. Dow Chemical Corp	203,450	.52	203,450
31. Southwest Bancshares Inc	197,867	.50	191,391
32. Defelice, Lloyd M & Fam	195,003C	.50	195,003C
33. Dupont Family Interests	176,268	.44	108,745
Wilmington Trust Co (176268)			
34. New York State Common Retirement Fund	175,000L	.44	175,000L
35. Ohio State Teachers Retir System	169,500	.43	169,500
36. Scudder Stevens & Clark Co*	148,962	.37	-
37. First City Bancorp of Texas Inc	148,482	.37	122,250
38. Angeles Corp	121,000	.30	120,000
First Pacific Advisors Inc* (121000)			
39. First Maryland Bancorp	119,201	.30	116,449

CONTINUED ON NEXT PAGE

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
40. Templeton (John M) Family Interests	117,200	.29	-
Templeton Invest Counsel Ltd* (Canada)			
41. Marshall & Ilsley Corp	114,000Y	.28	108,000Y
42. Hospital Trust Corp	111,683	.28	111,583
43. Travelers Corp<	104,300	.26	87,800
44. Chemical New York Corp	103,135	.26	97,805
45. State Mtl Life Assur Co of America	101,350	.25	39,000
State Mtl Life Insur/Fds-Combined (101350)			
46. City Investing Co<	100,000	.25	100,000
Home Insur Group-Combined (100000)			
47. Herring, Robert R & Assoc#	99,262M	.25	99,262M
48. New York City Comptroller's Office	98,500K	.25	98,500K
49. Provident National Corp<	97,550	.25	20,100
50. First National Boston Corp	96,005	.25	92,005
51. Wilmington Capital Mngt	96,000	.25	96,000
52. Young Mens Christian Assoc Retir Fund	89,000F	.22	89,000F
53. Swarthmore College	85,800	.21	85,800
54. Crum & Foster<	84,992	.21	84,992
Crum & Foster Insur Cos-Combined (84992)			
55. First International Bancshares Inc	83,855	.21	83,855
56. Federated Investors Inc<	81,200	.20	-
Federated Research Corp* (81200)			
57. Conerly, Richard P & Family#	65,532M	.16	65,532M
TOTALS	17,464,505	45.07%	15,273,602

KERR-MCGEE

Kerr-McGee Ctr., Oklahoma City, OK 73125
(405) 270-1313

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		Voting Power
	Number of Shares	% of Total	
1. Mcgee, Dean A Family & Associates#	847,343	3.28	847,343
2. Prudential Insurance Co of Am	838,000	3.24	838,000
3. Kerr Family Interests#	728,502	2.82	728,502
Kerr, Breene M & Assoc (156609)			
Kerr, Robert S Jr & Assoc (104757)			
Kerr Family Trusts (263480)			
Kerr Foundation (203656)			
4. New England Mutual Life Insur Co	704,209	2.72	184,800
5. Capital Group Inc	595,800	2.30	293,200
Capital Research & Management Co* (16000)			
Capital Guardian Trust Co (579800)			
6. Kirby Family Group-Alleghany Corp<	575,000	2.22	575,000
Investors Diversified Ser Inc*			
IDS Funds-Combined (575000)			
7. Lord Abbett & Co*	568,400	2.20	568,400
8. Provident National Corp<	539,843	2.09	517,436
9. Sarofim (Fayez) & Co	520,870	2.01	520,870
10. New Jersey Division of Investment	499,000M	1.93	499,000M
11. Metropolitan Life Insurance Co	382,900	1.48	382,900
12. Dupont Family Interests	343,917	1.33	21,617
Du Pont (E I) de Nemours & Co Inc (317000)			
Wilmington Trust Co (26917)			
13. First Chicago Corp<	298,861	1.16	286,761
14. Pioneer Western Corp<	294,100	1.14	258,100
Pioneering Management Corp* (294100)			
15. Lehman Brothers Kuhn Loeb Inc	258,054	1.00	255,000
16. Sears Roebuck & Co	235,700	.90	235,700
Allstate Insur Cos/Fds-Combined (235700)			
17. United States Steel Corp	233,700	.89	233,700
US Steel & Carnegie Pension Tr (233700)			
18. Donaldson Lufkin & Jenrette Inc<	208,600	.80	45,600
19. Bankers Life Co	193,600	.75	193,600
20. New York State Common Retirement Fund	185,000L	.71	185,000L
21. Los Angelus County Employees Retir Assoc	180,000M	.69	180,000M
22. Morgan (J P) & Co Inc<	162,000	.62	88,000
23. Mutual Life Insurance Co of NY	158,300	.60	158,300
24. Fidelity of Oklahoma Inc	157,672	.60	-
Kerr-Mcgee Sav Pl-4802 Pcts (157672)			
25. Mutual Life Assurance Co of Canada	156,000	.59	156,000
26. First National Boston Corp	151,565	.58	148,015
27. Citicorp<	120,291	.46	47,741
28. Rowe Price (T) & Associates Inc*	119,787	.45	11,977
29. Bethlahem Steel Corp	119,600	.45	119,600
Bethlehem Steel Corp Pension Pl (119600)			
30. Aetna Life & Casualty Co	116,700	.44	116,700
Aetna Insur Cos/Fds-Combined (116700)			
31. American Security Corp (D C)	113,773	.43	113,773
32. Lincoln First Banks Inc	109,346	.41	16,233
33. Boston Company Inc<	104,470	.39	34,270
34. Hartford National Corp	101,4[illegible]	.38	99,638
35. United States Fidelity & Guaranty Co	100,0[illegible]	.38	100,000
36. New York City Teachers Retirement System	100,000F	.38	100,000F

CONTINUED ON NEXT PAGE

Business Lines

Business Lines	Percent Op Rev	Percent Income
Oil, Gas Expl & Prod	76%	63%
Ind & Agri Chemicals	18	20
Nuclear Fuel	6	18
Coal, Other	1	-
TOTAL ($ millions)	$2,072	$118c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	25,857	1	25,857	19,100
TOTAL VOTES (000'S)			25,857	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Crowe, Dunlevy#, OK	LC	$252	'78
Kerr, Davis, Irvine#, OK	LC	$114	'
Chadwell, Kayser, IL	LT	na	'78

Investment Bank

Investment Bank	Service
Lehman Brothers Inc, NY	DL

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 14.36% OF STOCK
TOP 10 HOLDERS CONTROL 24.82% OF STOCK
TOP 15 HOLDERS CONTROL 30.92% OF STOCK
TOP 20 HOLDERS CONTROL 35.01% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
37. Chemical New York Corp	89,093	.33	70,446
38. Clevetrust Corp	81,980	.31	79,880
39. Rochester University	78,000	.29	78,000
40. U S Trust Corp	72,406	.27	64,641
41. Swiss Reinsurance Co (Switzerland) (64000) North American Reassurance Corp (7000)	71,000	.26	71,000
42. Dodge & Cox Inc*	67,875	.25	67,875
43. Fidelity Union Bancorp	67,546	.25	67,546
44. Neuberger & Berman+ Neuberger & Berman Management Inc* (67407)	67,407	.25	-
45. Hospital Trust Corp	67,265	.25	67,265
46. Miami Corp	63,000	.23	63,000
47. New York Life Insurance Co	61,400	.23	61,400
48. Illinois Municipal Retirement Fund	61,000	.23	61,000
49. Riggs National Bank	59,000	.22	58,900
50. City Investing Co< Home Insur Group-Combined (57300)	57,300	.21	57,300
51. Bankers Trust New York Corp	57,187	.21	57,187
52. Brundage Story & Rose	56,085	.21	56,085
53. First National Cincinnati Corp	55,477	.20	53,777
54. Manufacturers Life Insur Co (Canada)	55,000	.20	55,000
55. Crocker National Corp	54,668	.20	49,668
56. Manufacturers Hanover Corp<	54,028	.20	10,469
TOTALS	12,419,056	46.03%	10,311,215

LONG ISLAND LIGHTING

250 Old Country Rd., Mineola, NY 11501
(516) 228-2890

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Chase Manhattan Corp	354,893	.68	277,125
2. Shearson Hayden Stone Inc<	248,957	.47	248,957
Bernstein-Macauley Inc (248957)			
3. California, University of	160,000	.30	160,000
4. National Life Insurance Co	153,675	.29	153,675
Natl Insur Cos & Sentinel Fds (153675)			
5. Guardian Life Insur Co of America	147,972	.28	147,972
6. Lord Abbett & Co*	143,400	.27	143,400
7. U S Trust Corp	131,872	.25	129,872
Long Island Lighting TRASOP/5400 (125000)			
TOTALS	1,340,769	2.61%	1,261,001

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	39%	86%
-Commercial, Ind	38	
-Other	4	
Gas-Residential	12	14
-Commercial	6	
TOTAL ($ millions)	$899	$161a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	51,414	1	51,414	143,267
TOTAL VOTES (000'S)			51,414	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Davis, Polk, NY	LC	$ 260	'78
Cadwalader, Wickersham, NY	LT	$ 457	'78
Morgan, Lewis, PA	WR	na	'78

Investment Bank

Investment Bank	Service
Paine, Webber, NY	CL, DC, PC
Lehman Kuhn Loeb, NY	CC, DC, PL
First Boston Corp, NY	CC, DL, PC

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 2.07% OF STOCK
TOP 10 HOLDERS CONTROL 2.61% OF STOCK
TOP 15 HOLDERS CONTROL 2.61% OF STOCK
TOP 20 HOLDERS CONTROL 2.61% OF STOCK

MAPCO

1800 S. Baltimore Ave., Tulsa, OK 74119
(918) 584-4471

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Prudential Insurance Co of Am	905,800	4.81	905,800
2. Chase Manhattan Corp	874,263	4.64	761,063
3. Kemper Family Group	580,133	3.08	580,133
Kemper Financial Services Inc* (527233)			
Kemper Insur Cos-Combined (52900)			
4. Bankers Trust New York Corp	509,897	2.71	448,703
5. First Bank System Inc	440,287	2.34	383,355
6. Marsh & Mclennan Cos Inc<	395,050	2.10	249,150
Putnam Management Co* (395050)			
7. Stein Roe & Farnham*	353,870	1.88	89,900
8. Mutual Life Insurance Co of NY	319,400	1.69	319,400
9. Third National Corp (Tenn)	316,659	1.68	316,659
10. Mutual Life Assurance Co of Canada	311,500	1.65	311,500
11. United States Fidelity & Guaranty Co	274,500	1.46	274,500
12. State Street Research & Management Co*	253,740	1.35	253,740
13. Kansas City Southern Industries Inc	252,804	1.34	252,804
14. Seligman (J & W) & Co+	250,000	1.33	250,000
Union Service Corp*			
National Investors Corp (150000)			
Tri-Continental Corp (100000)			
15. New England Mutual Life Insur Co	232,460	1.23	10,910
16. Mercantile Bankshares Corp<	220,720	1.17	127,526
17. Northwestern Mutual Life Insur Co	203,452	1.08	203,452
18. Sears Roebuck & Co	190,800	1.01	190,800
Allstate Insur Cos/Fds-Combined (190800)			
19. Travelers Corp<	188,800	1.00	122,900
20. New England Merchants Co Inc	176,666	.93	-
21. Dupont Family Interests	165,165	.87	129,490
Delfi Management Inc* (16000)			
Wilmington Trust Co (149165)			
22. Russell, Charles O#	152,052	.80	152,052
23. Royal Insurance Co Ltd (England)	117,000	.61	117,000
Royal Insurs Cos-Combined (117000)			
24. Bancoklahoma Corp/Bk of Oklahoma NA	110,632	.58	110,632
25. Commercial Union Assur Co Ltd (Eng)	108,000	.56	108,000
Commercial Union Invest Mngt* (108000)			
26. Robeco (Holland)	100,000	.52	100,000
Rolinco (100000)			
27. New York City Teachers Retirement System	100,000F	.52	100,000F
28. First Chicago Corp<	97,652	.51	94,352
29. Citicorp<	85,830	.45	10,810
30. Phoenix Mutual Life Insurance Co	78,370	.41	6,000
31. Neuberger & Berman+	77,800	.40	-
Neuberger & Berman Management Inc* (77800)			
32. Thomas, Robert E#	72,625	.38	72,625
33. N C N B Corp<	70,300	.36	70,300
34. Seafirst Corp	69,164	.36	69,164
35. Rosenberg Capital Management	67,000	.35	67,000
36. Robinson, John M#	60,000	.31	60,000
37. Alkek, Albert B	59,800E	.31	59,800E
38. South Carolina Natl Corp	58,437	.30	57,622
39. U S Trust Corp	46,493	.25	36,625
TOTALS	8,947,121	47.47%	7,473,967

Business Lines

Business Lines	Percent Op Rev	Percent Income
Coal, Oil, LNG, Nat Gas	34%	49%
Pipeline Transportation	16	25
Gas, Fertilizer, Other	63	27
Inter-co Trans	(13)	(1)
TOTAL ($ millions)	$250	$85a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	18,847	1	18,847	11,000
TOTAL VOTES (000'S)			18,847	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Sullivan & Worcester, MA	LC	na	'78
Brown, Wood, Fuller, NY	SC	na	'79

Investment Bank

Investment Bank	Service
Merrill Lynch W Weld, NY	DL
Bear, Stearns & Co, NY	DC, DA

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 17.56% OF STOCK
TOP 10 HOLDERS CONTROL 26.57% OF STOCK
TOP 15 HOLDERS CONTROL 33.27% OF STOCK
TOP 20 HOLDERS CONTROL 38.47% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. National City Corp	1,393,000	4.61	468,000
Marathon Oil Thrift Pl/6981 Pct (1038484)			
Marathon Oil ESOP/13000 (221117)			
2. Prudential Insurance Co of Am	1,120,700	3.71	1,120,700
3. Morgan (J P) & Co Inc<	882,000	2.92	511,000
4. Babson (David L) & Co Inc* (613275)	699,275	2.31	-
Jones & Babson Inc (86000)			
5. Ohio Public Employees Retir System	660,000M	2.18	660,000M
6. Stein Roe & Farnham*	659,174	2.18	177,600
7. Manufacturers Hanover Corp<	645,883	2.14	620,168
8. Citicorp<	633,824	2.10	532,685
9. Donaldson Lufkin & Jenrette Inc< (425345)	458,845	1.52	-
Alliance Capital Management Corp* (33500)			
10. Marsh & Mclennan Cos Inc<	430,500	1.42	152,200
Putnam Management Co* (430500)			
11. State Street Research & Management Co*	414,600	1.37	402,600
12. Ford Foundation	400,000	1.32	400,000
13. Wellington Management Co*	374,355	1.24	35,000
14. First National Boston Corp	329,735	1.09	158,485
15. Rockefeller Family Interests	305,224	1.01	305,224
Rockefeller University (100000)			
Descendants of John D Jr (205224)			
16. Scudder Stevens & Clark Co*	231,565	.76	20,000
17. New York City Comptroller's Office	208,100K	.68	208,100K
18. Northern Trust Corp	207,596	.68	103,256
19. Mercantile Bancorporation Inc	202,418	.66	202,418
20. National Detroit Corp	201,660	.66	198,158
21. Bethlehem Steel Corp	194,000	.63	194,000
Bethlehem Steel Corp Pension Pl (194000)			
22. Nationwide Mutual Insur Co	189,830	.62	189,830
23. Provident National Corp<	177,132	.58	137,971
24. Continental Investment Corp<	173,500	.56	173,500
Waddell & Reed Fds-Combined (173500)			
25. Minnesota State Board of Investment	173,100K	.56	173,100K
26. Clevetrust Corp	170,987	.56	161,384
27. Pioneer Western Corp<	168,600	.55	152,100
Pioneering Management Corp* (168600)			
28. California Public Emps & Teachers Retir Sys	162,500L	.53	162,500L
29. Miller Anderson & Sherrerd	145,750	.47	-
30. Gates Rubber Co<	145,000	.47	145,000
Financial Programs Inc* (145000)			
31. Neuberger & Berman+	144,787	.47	-
Neuberger & Berman Management Inc* (144787)			
32. John Hancock Mutual Life Insur Co	140,000	.45	140,000
33. Security Pacific Corp<	131,079	.42	94,441
34. Jennison Associates Capital Corp	130,600	.42	130,600
35. Donnell, James C 2nd#	127,336	.41	127,336
36. Bullock (Calvin) Ltd*	115,200	.37	115,200
37. New York Life Insurance Co	106,170	.34	106,170
38. Adams Express Co (40000)	105,000	.34	105,000
Petroleum Corp of America (65000)			
39. United States Fidelity & Guaranty Co	100,000	.32	100,000

CONTINUED ON NEXT PAGE

MARATHON OIL

539 S. Main St., Findlay, OH 45840
(419) 422-2121

Business Lines	Percent Op Rev	Percent Income
Refined Petroleum Prod	74%	na
Crude Oil, Gas Liquids	12	na
Natural Gas	4	na
Transportation, Other	9	na
TOTAL ($ millions)	$4,955	$225c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	30,243	1	30,243	38,837
TOTAL VOTES (000'S)			30,243	

Counsel/Wash Rep	Serv	Fee (000)	Year
Akin, Gump, Haven, TX	WR	na	'78
Patton, Boggs & Blow, DC	WR	na	'78
Milbank, Tweed, NY	SP	na	'76

Investment Bank	Service
First Boston Corp, NY	DL, MG

Accountant

Ernst & Whinney, OH

Concentration

TOP 5 HOLDERS CONTROL 15.72% OF STOCK
TOP 10 HOLDERS CONTROL 25.07% OF STOCK
TOP 15 HOLDERS CONTROL 31.11% OF STOCK
TOP 20 HOLDERS CONTROL 34.58% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
40. New York City Teachers Retirement System	100,000F	.32	100,000F
41. Chase Manhattan Corp	97,956	.31	46,986
42. Harris Bankcorp Inc	97,000	.31	87,000
43. Continental Illinois Corp	90,575	.29	79,185
44. State Mtl Life Assur Co of America	85,800	.27	42,100
State Mtl Life Insur/Fds-Combined (85800)			
45. First Kentucky Natl Corp	77,412	.25	73,212
46. Mellon National Corp	75,958	.25	45,046
47. Manufacturers National Corp	75,147	.25	37,393
48. Illinois State Teachers Retir System	75,000F	.25	75,000F
49. First National Holding Corp	74,228	.25	74,228
50. Boston Company Inc<	71,120	.23	35,594
51. Washington Dept of Retirement Systems	70,000M	.22	70,000M
52. Bankers Trust New York Corp	66,238	.21	63,451
53. First Pennsylvania Corp	65,007	.20	50,111
54. Midlantic Banks Inc	64,212	.20	50,712
55. N C N B Corp<	63,950	.20	59,450
56. Travelers Corp<	63,528	.20	62,600
57. US Bancorp	60,974F	.18	59,124F
58. Connecticut State Trust Fund	60,000F	.19	60,000F
TOTALS	14,693,130	48.58%	9,854,918

MCDERMOTT (J RAY) & CO

1010 Common St., New Orleans, LA 70112
(504) 587-4411

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS Investment Authority Number of Shares	% of Total	Voting Power
1. Sarofim (Fayez) & Co	1,238,664	3.19	1,238,664
2. Rowe Price (T) & Associates Inc*	1,057,621	2.72	248,324
3. Bankers Trust New York Corp	1,015,514	2.61	1,008,114
4. Citicorp<	979,900	2.52	801,550
5. First National Boston Corp	887,560	2.28	501,430
6. Morgan (J P) & Co Inc<	819,000	2.11	819,000
7. Bank of New York Co Inc	624,765	1.61	610,265
8. Ford Foundation	568,000	1.46	568,000
9. Kemper Family Group	551,600	1.42	551,600
Kemper Financial Services Inc* (500600)			
Kemper Insur Cos-Combined (51000)			
10. Mercantile Bancorporation Inc	548,332	1.41	548,332
11. TIAA-CREF	450,000	1.16	450,000
College Retirement Equities Fund (450000)			
12. Wells Fargo & Co	374,150	.95	374,150
13. Equitable Life Assur Society of US	330,000	.84	330,000
14. Ohio Public Employees Retir System	303,700M	.77	303,700M
15. Graves, C L#	274,588K	.70	274,588K
16. Oppenheimer & Co+	269,508	.68	199,300
17. Lord Abbett & Co*	264,600	.67	264,600
18. Manufacturers Hanover Corp<	264,169	.67	17,616
19. Bjurman (George D) & Associates	257,400	.65	257,400
20. Capital Group Inc	255,000	.65	-
Capital Research & Management Co* (255000)			
21. Provident National Corp<	234,772	.59	212,072
22. New England Mutual Life Insur Co	198,600	.50	2,600
23. Boston Company Inc<	194,924	.50	53,760
24. Invesco Capital Mngt Inc	194,900	.50	-
25. Mutual Life Insurance Co of NY	190,800	.48	190,800
26. Mutual Life Assurance Co of Canada	185,000	.47	185,000
27. Continental Illinois Corp	181,995	.46	142,725
28. New Mexico State Permanent Fund	180,000K	.45	180,000K
29. Madison Fund Inc	150,000	.38	150,000
30. Crews, R N	130,976D	.33	130,976D
31. Girard Co	127,240	.32	81,340
32. Continental Group Inc<	115,000	.29	115,000
Continental Finl Services Co (115000)			
33. Bailey, H W#	104,512K	.26	104,512K
34. Batterymarch Financial Mngt Corp	103,800	.26	103,800
35. Commerce Bancshares Inc	103,380	.26	101,380
36. American General Insurance Co<	102,000	.25	102,000
American Genl Insur Co-Combined (102000)			
37. TRW Inc	100,600	.25	100,600
TRW Investment Management (100600)			
38. Commercial Union Assur Co Ltd (Eng)	95,000	.23	95,000
Commercial Union Invest Mngt* (95000)			
39. Connecticut General Insurance Corp	95,000	.23	20,000
Conn Genl Insur Cos/Fds-Combined (95000)			
40. Marsh & Mclennan Cos Inc<	91,940	.23	2,040
Putnam Management Co* (89900)			
Eberstadt Asset Mngt Inc* (2040)			
41. Wilkins & Nanovic Associates	90,000	.22	90,000

CONTINUED ON NEXT PAGE

Business Lines

	Percent Op Rev	Percent Income
Marine Energy Constr	32%	27%
Power Generation Systems	47	51
Engineered Materials	16	22
Corporate, Other	5	-
TOTAL ($ millions)	$3,115	$229a

Stock Class

	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	32,561	1	32,561	10,503
Ser A Pfd	6,306	.	3,153	13,323
Ser B Pfd	6,318	.	3,159	12,580
TOTAL VOTES (000'S)			38,873	

Counsel/Wash Rep

	Serv	Fee (000)	Year
Davis, Polk, NY	GC	na	'79
White & Case, NY	MC	na	'77
Morgan, Lewis, PA	WR	na	'79

Investment Bank

	Service
Smith Barney, NY	MG, DL, DA

Accountant

Arthur Young & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 13.32% OF STOCK
TOP 10 HOLDERS CONTROL 21.33% OF STOCK
TOP 15 HOLDERS CONTROL 25.78% OF STOCK
TOP 20 HOLDERS CONTROL 29.16% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
42. Swiss Reinsurance Co (Switzerland)	87,000	.21	87,000
43. Wertheim & Co Inc	85,600	.21	85,600
44. Citizens & Southern National Bk (Georgia)	84,600	.21	73,600
45. Scudder Stevens & Clark Co*	84,060	.21	-
46. Boatmens Bankshares Inc	81,748	.20	81,748
47. Florida State Board of Administration	80,000L	.20	80,000L
48. Richie, Robert K#	80,000K	.20	80,000K
49. Heller (Walter E) International Corp American Natl Bk & Tr Co/Chicago (78695)	78,695	.19	65,560
TOTALS	14,966,213	38.50%	12,083,746

MIDDLE SOUTH UTILITIES

225 Baronne St., New Orleans, LA 70112
(504) 529-5262

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. National Detroit Corp	2,172,509	2.56	1,965,798
2. Harris Bankcorp Inc	1,908,000	2.25	64,690
3. TIAA-CREF	1,792,000	2.11	1,792,000
College Retirement Equities Fund (1705000)			
Teachers Insurance & Annuity Assn (87000)			
4. Dupont Family Interests	1,780,527	2.10	151,427
Du Pont (E I) de Nemours & Co Inc (1595000)			
Wilmington Trust Co (185527)			
5. First Chicago Corp<	1,660,575	1.96	1,414,480
6. California, University of	1,195,000	1.41	1,195,000
7. State Farm Mutl Automobile Insur Co	1,031,025	1.21	1,031,025
State Farm Insur Cos-Combined (1031025)			
8. United States Steel Corp	902,536	1.06	902,536
US Steel & Carnegie Pension Tr (902536)			
9. FMR Corp	806,300	.94	806,300
Fidelity Mngt & Research Co* (806300)			
10. State Street Research & Management Co*	682,200	.79	352,200
11. City Investing Co<	630,000	.73	630,000
Home Insur Group-Combined (630000)			
12. Manufacturers Hanover Corp<	612,664	.71	593,099
13. Nationwide Mutual Insur Co	610,850	.71	610,850
14. First Pennsylvania Corp	601,535	.70	475,760
15. Lord Abbett & Co*	556,500	.65	556,500
16. Citicorp<	528,977	.61	256,260
17. Hartford National Corp	405,439	.47	390,439
18. Lincoln First Banks Inc	382,709	.44	364,979
19. New England Mutual Life Insur Co	374,242	.43	23,525
20. Texas American Bancshares Inc	372,944	.43	356,019
21. Security Pacific Corp<	334,674	.38	275,260
22. Institutional Capital Corp	333,400	.38	62,800
23. Wells Fargo & Co	319,060	.37	319,060
24. INA Corp<	300,000	.34	300,000
INA Insur Cos/Fds-Combined (300000)			
25. Travelers Corp<	294,600	.34	276,500
26. Texas Teachers Retir System	288,000	.33	288,000
27. Minnesota State Board of Investment	272,400K	.31	272,400K
28. Schroders Ltd< (England)	270,305	.31	128,158
Schroder Naess & Thomas* (270305)			
29. BEA Associates Inc	262,800	.30	262,800
30. Chase Manhattan Corp	251,787	.29	84,673
31. Rowe Price (T) & Associates Inc*	248,452	.28	26,000
32. First Kentucky Natl Corp	236,014	.27	234,364
33. Industrial National Corp	193,486	.22	166,116
34. Girard Co	191,061	.22	174,842
35. American Express Co<	188,740	.21	188,740
American Exp Insur Cos-Combined (188740)			
36. Bankers Trust New York Corp	186,217	.21	182,802
37. International Telephone & Telegraph Corp<	182,900	.21	182,900
Hartford Fire Insur Cos-Combined (182900)			
38. John Hancock Mutual Life Insur Co	177,700	.20	177,700
39. Heller (Walter E) International Corp	177,189	.20	144,460
American Natl Bk & Tr Co/Chicago (177189)			
TOTALS	23,715,317	27.94%	17,680,462

Business Lines	Percent Op Rev	Percent Income
Electricity	92%	98%
Natural Gas	6	2
Mass Transit, Other	2	-
TOTAL ($ millions)	$1,622	$228a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	84,893K	1	84,893	112,468
TOTAL VOTES (000'S)			84,893	

Counsel/Wash Rep	Serv	Fee (000)	Year
Reid & Priest, NY	SC	na	'79
Timmons & Co, DC	WR	na	'77

Investment Bank	Service
Salomon Brothers, NY	CL
Kidder, Peabody & Co, NY	DA, CC
Lehman Kuhn Loeb, NY	DA

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 10.97% OF STOCK
TOP 10 HOLDERS CONTROL 16.41% OF STOCK
TOP 15 HOLDERS CONTROL 19.96% OF STOCK
TOP 20 HOLDERS CONTROL 22.39% OF STOCK

MISSOURI PACIFIC

9900 Clayton Rd., St. Louis, MO 63124
(314) 991-9900

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		Voting Power
	Number of Shares	% of Total	
1. Donaldson Lufkin & Jenrette Inc< (457170) Alliance Capital Management Corp* (50000)	507,170	3.31	-
2. TIAA-CREF College Retirement Equities Fund (451300)	451,300	2.94	451,300
3. First Union Bancorp	378,773	2.47	368,042
4. Morgan (J P) & Co Inc<	328,000	2.14	65,000
5. FMR Corp Fidelity Mngt & Research Co* (293500)	293,500	1.91	293,500
6. Mackay-Shields Financial Corp	237,700	1.55	237,700
7. Pioneer Western Corp< Pioneering Management Corp* (197000)	197,000	1.28	197,000
8. Harris Bankcorp Inc	197,000	1.28	167,000
9. Boatmens Bankshares Inc	150,617	.97	140,339
10. Bank of New York Co Inc	149,139	.96	72,292
11. Provident National Corp<	148,896	.96	[illegible],796
12. New York State Common Retirement Fund	120,000L	.77	120,000L
13. Delaware Management Co Inc*	100,000	.64	100,000
14. Commerce Bancshares Inc	97,037	.62	97,037
15. Northwest Bancorporation< Northwestern Natl Bk Minneapolis (92406)	92,406	.59	92,406
16. Sears Roebuck & Co Allstate Insur Cos/Fds-Combined (83500)	83,500	.53	83,500
17. American General Insurance Co< American Genl Insur Co-Combined (80000)	80,000	.51	80,000
18. Ford Foundation	76,000	.50	76,000
19. Fiduciary Trust Co of New York	73,500	.47	73,500
20. United Services Automobile Assoc USAA Investment Mngt Co (70000)	70,000	.45	70,000
21. Kemper Family Interests# Kemper Investment Co (65631)	65,631	.42	65,631
22. Industrial National Corp	58,058	.37	50,358
23. U S Trust Corp	54,069	.34	47,669
24. United States Fidelity & Guaranty Co	54,000	.34	54,000
25. Colonial Bancorp Inc (Conn)	53,109	.34	53,109
26. Axe (E W) & Co Inc*	51,550	.33	51,550
27. New York City Teachers Retirement System	50,000F	.32	50,000F
28. Inter-Regional Financial Corp Investment Advisers Inc (45675)	45,675	.29	-
29. SBHU Holdings Inc	45,199	.28	20,000
30. Rainier Bancorporation	44,650	.28	42,750
31. Lloyd, John H#	41,090	.26	41,090
32. Gulf & Western Industries Inc<	40,000	.25	40,000
33. Security Benefit Life Insurance Co Security Management Co Inc* (40000)	40,000	.25	40,000
34. Wells Fargo & Co	39,493	.25	39,493
35. Bankers Trust New York Corp	37,931	.25	36,581
36. Chemical New York Corp	37,778	.25	16,383
37. Continental Investment Corp< Waddell & Reed Fds-Combined (37000)	37,000	.23	37,000
38. First Bank Connecticut	35,265	.22	35,265
39. Rosenberg Capital Management	33,200	.21	33,200
TOTALS	4,695,236	30.62%	3,656,491

Business Lines	Percent Op Rev	Percent Income
Railroad	74%	74%
Nat Gas Pipeline	23	22
Cement, Other	3	4
TOTAL ($ millions)	$1,702	$212b

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	15,332	1	15,332	24,985
TOTAL VOTES (000'S)			15,332	

Counsel/Wash Rep	Serv	Fee (000)	Year
Bryan, Cave, MO	SC	na	'76

Investment Bank	Service
Blyth Eastman Dillon, NY	DM
Merrill Lynch W Weld, NY	DA

Accountant

Price, Waterhouse & Co, NY

CHANGES IN CONTROL: Pending regulatory approval, Company agreed on 1-80 to be acquired by UNION PACIFIC CORP.

Concentration

TOP 5 HOLDERS CONTROL 12.78% OF STOCK
TOP 10 HOLDERS CONTROL 18.85% OF STOCK
TOP 15 HOLDERS CONTROL 22.49% OF STOCK
TOP 20 HOLDERS CONTROL 24.99% OF STOCK

MOBIL

150 E. 42nd St., New York, NY 10017
(212) 883-4242

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Bankers Trust New York Corp	6,775,402	6.39	6,698,367
Mobil Emps Sav Pl/26330 (5639412)			
2. Morgan (J P) & Co Inc<	2,206,000	2.08	1,854,000
3. Rockefeller Family Interests	1,928,719	1.82	1,928,719
Rockefeller Brothers Fund (150000)			
Descendants of John D Jr (1778719)			
4. National Detroit Corp	1,820,537	1.72	1,650,616
5. Chase Manhattan Corp	1,531,510	1.44	1,371,110
6. Northern Natural Gas Co	1,500,223K	1.42	1,500,223K
7. Prudential Insurance Co of Am	1,405,000	1.33	1,405,000
8. Bancoklahoma Corp/Bk of Oklahoma NA	1,346,936	1.27	1,346,936
9. Sarofim (Fayez) & Co	1,058,682	1.00	1,058,682
10. Dupont Family Interests	1,012,481	.95	136,889
Delfi Management Inc* (22000)			
Du Pont (E I) de Nemours & Co Inc (843000)			
Wilmington Trust Co (147481)			
11. Harris Bankcorp Inc	836,000	.78	597,000
12. Chemical New York Corp	830,598	.77	668,598
13. Wells Fargo & Co	632,181	.59	632,181
14. Manufacturers Hanover Corp<	599,222	.56	406,859
15. Citicorp<	586,879	.54	357,694
16. Girard Co	537,130	.50	402,618
17. First Chicago Corp<	480,747	.44	430,507
18. U S Trust Corp	480,031	.44	303,782
19. First Pennsylvania Corp (469220)	476,145	.44	294,973
Vestaur Corp (6925)			
20. Seligman (J & W) & Co+	475,000	.44	475,000
Union Service Corp*			
Broad Street Investing Corp (225000)			
Tri-Continental Corp (250000)			
21. Fidelcor Inc	448,347	.41	448,347
22. Wellington Management Co*	447,075	.41	39,000
23. Clevetrust Corp	442,490	.41	413,117
24. New Jersey Division of Investment	434,000M	.40	434,000M
25. First Union Bancorp	422,284	.39	417,584
26. Batterymarch Financial Mngt Corp	394,896	.36	394,896
27. FMR Corp	378,694	.35	378,694
Fidelity Mngt & Research Co* (378694)			
28. Metropolitan Life Insurance Co	375,750	.34	375,750
29. Marsh & Mclennan Cos Inc<	368,100	.34	148,100
Putnam Management Co* (364100)			
Eberstadt Asset Mngt Inc* (4000)			
30. State Street Research & Management Co*	346,200	.32	263,100
31. Aetna Life & Casualty Co	337,670	.31	337,670
Aetna Insur Cos/Fds-Combined (337670)			
32. Provident National Corp<	336,544	.31	262,034
33. Detroitbank Corp	335,570	.31	327,284
34. Scudder Stevens & Clark Co*	334,976	.31	50,000
35. Bank of New York Co Inc	328,802	.30	328,396
36. New York State Common Retirement Fund	325,398L	.30	325,398L
37. Harvard University	299,571	.27	299,571
38. Boston Company Inc<	270,850	.25	42,657

CONTINUED ON NEXT PAGE

Business Lines

	Percent Op Rev	Percent Income
Crude, Ref Oil & Gas	78%	93%
Chemicals, Plastics	3	3
Retail Merchandising	15	3
Packaging	3	1
Eliminations, Other	1	-
TOTAL ($ millions)	$37,331	$4,470a

Stock Class

	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	105,989	1	105,989	267,995
TOTAL VOTES (000'S)			105,989	

Counsel/Wash Rep

	Serv	Fee (000)	Year
Donovan, Leisure, NY	WR	na	'78
Howrey & Simon, DC	LT	na	'79
McClure & Trotter, DC	WR	na	'78

Investment Bank

	Service
Lehman Kuhn Loeb, NY	DL
Salomon Brothers, NY	MG
Morgan Stanley & Co, NY	MI

Accountant

Arthur Young & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 13.46% OF STOCK
TOP 10 HOLDERS CONTROL 19.42% OF STOCK
TOP 15 HOLDERS CONTROL 22.71% OF STOCK
TOP 20 HOLDERS CONTROL 25.02% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
39. Wisconsin Investment Board	264,498F	.25	264,498F
40. Kirby Family Group-Alleghany Corp<	264,400	.25	207,200
IDS Life Insurance Co (30000)			
Investors Diversified Ser Inc* (234400)			
41. Mellon National Corp	260,688	.25	225,539
42. Crocker National Corp	258,745	.23	220,406
43. Heller (Walter E) International Corp	246,105	.22	191,954
American Natl Bk & Tr Co/Chicago (246105)			
44. Jennison Associates Capital Corp	245,350	.22	245,350
45. Minnesota State Board of Investment	243,300K	.22	243,300K
46. Sears Roebuck & Co	241,100	.22	241,100
Allstate Insur Cos/Fds-Combined (241100)			
47. Continental Investment Corp<	232,000	.21	232,000
Waddell & Reed Fds-Combined (232000)			
48. Pittsburgh National Corp	224,758	.20	216,419
49. Commonwealth Fund	220,000K	.20	220,000K
50. California Public Emps & Teachers Retir Sys	185,000L	.16	185,000L
51. New York City Comptroller's Office	104,200K	.09	104,200K
TOTALS	36,136,784	34.09%	31,602,318

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Forester-Orr Family Interests#	275,268	5.04	275,268
Forester, John E & Assoc (238842)			
Orr, San W Jr & Assoc (36426)			
2. First Trust Co of North Dakota	55,138	1.01	-
Montana-Dakota Utilities ESOP-1653(55138)			
3. Northern Trust Corp	54,834	1.00	53,634
4. Northwest Bancorporation< (11609)	46,112	.83	45,512
Northwestern Natl Bk Minneapolis (34503)			
5. Oppenheimer & Co+	45,460	.82	-
6. Heskett, David M & Family#	42,796	.77	42,796
7. Hagge Family Interests#	32,892	.59	32,892
Hagge, Roberts Fam & Assoc (26596)			
Hagge (H J) Foundation Inc (6296)			
8. Harris Bankcorp Inc	18,000	.32	10,000
9. Boston Company Inc<	16,676	.30	16,676
10. Hayes, W L#	16,000	.28	16,000
11. Amica Mutual Insurance Co	12,650	.22	12,650
12. Central Wisconsin Bankshares Inc	10,082	.17	10,082
Wisconsin Valley Trust Co (10082)			
TOTALS	625,908	11.47%	515,510

MONTANA-DAKOTA UTIL

400 N. Fourth St., Bismarck, ND 58501
(701) 222-7900

Business Lines	Percent Op Rev	Percent Income
Natural Gas	49%	25%
Electricity	33	47
Lignite Coal	16	20
Oil	3	10
TOTAL ($ millions)	$166	$22a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	5,459	1	5,459	15,286
TOTAL VOTES (000'S)			5,459	

Counsel/Wash Rep	Serv	Fee (000)	Year
Crowley, Haughey#, MT	LC	na	'78
McGee & Ketcham, DC	WR	na	'78
Reid & Priest, NY	WR	na	'78

Investment Bank	Service
Dillon, Read & Co, NY	PA

Accountant

Arthur Young & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 8.73% OF STOCK
TOP 10 HOLDERS CONTROL 11.05% OF STOCK
TOP 15 HOLDERS CONTROL 11.47% OF STOCK
TOP 20 HOLDERS CONTROL 11.47% OF STOCK

MONTANA POWER

40 E. Broadway, Butte, MT 59701
(406) 723-5421

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Torray, Clark & Co Inc	308,050	2.64	-
2. Bankers Trust New York Corp	263,036	2.26	257,196
3. Pittsburgh National Corp	251,698	2.16	234,798
4. State Farm Mutl Automobile Insur Co State Farm Insur Cos-Combined (218300)	218,300	1.87	218,300
5. Lazard Freres & Co	163,507	1.40	148,000
6. Yale University	150,000	1.29	150,000
7. Shearson Hayden Stone Inc< Bernstein-Macauley Inc (95300)	95,300	.81	95,300
8. Northwestern Union Trust Montana Power Emp Sav Pl (94566)	94,566	.80	94,566
9. First Bank System Inc	81,750	.69	57,150
10. Northwest Bancorporation<	77,128	.65	76,416
11. Stein Roe & Farnham*	70,060	.59	41,000
12. Continental Corp<	70,000	.59	70,000
13. Delaware Management Co Inc*	70,000	.59	70,000
14. Forstmann-Leff Associates	68,300	.58	68,300
15. Kleinwort Benson Lonsdale Ltd< (England) Kleinwort Benson Mccowan Inc (68012)	68,012	.57	-
16. Texas, University of	60,700	.51	60,700
17. Utah State Retirement Fund	50,000K	.42	50,000K
18. National City Corp	48,181	.40	36,000
19. Western Bancorporation<	44,962	.38	44,840
20. State Mtl Life Assur Co of America State Mtl Life Insur/Fds-Combined (40000)	40,000	.33	40,000
21. Sarofim (Fayez) & Co	34,933	.29	34,933
22. Fifth Third Bank	33,784	.28	33,784
23. First Pennsylvania Corp (18478) Vestaur Corp (13550)	32,028	.26	13,150
24. Dreyfus Corp*	30,200	.25	200
25. Phoenix Mutual Life Insurance Co	27,300	.22	-
26. Montana Board of Investments	27,000K	.22	27,000K
27. Morgan (J P) & Co Inc<	26,000	.21	8,000
TOTALS	2,504,795	21.49%	1,929,633

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity	44%	75%
Natural Gas	33	2
Coal	19	15
Oil & Natural Gas Prod	5	8
TOTAL ($ millions)	$298	$72a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	10,237	1	10,237	30,720
Pfd-3 classes	1,420	1	1,420	na
TOTAL VOTES (000'S)			11,657	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Corette, Smith, Dean#, MT	LC	$75	'78
Garlington, Lohn,#	LC	$70	'78
Reid & Priest, NY	SC	na	'79

Investment Bank

Investment Bank	Service
Kidder, Peabody & Co, NY	DL, PL
Bache Halsey Stuart, NY	DC, PC
Dean Witter Reynolds, CA	PA

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 10.33% OF STOCK
TOP 10 HOLDERS CONTROL 14.61% OF STOCK
TOP 15 HOLDERS CONTROL 17.58% OF STOCK
TOP 20 HOLDERS CONTROL 19.68% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		Voting Power
	Number of Shares	% of Total	
1. Manufacturers Hanover Corp< National Fuel Gas ESOP & Thrift Plans/3200 Pcts (116626)	264,623	5.17	116,626
2. Marine Midland Banks Inc	48,218	.93	48,218
3. First Pennsylvania Corp	15,824	.30	9,324
4. Zurich Insurance Co (Switzerland)	15,600	.29	15,600
5. First Empire State Corp	11,584	.22	11,584
TOTALS	355,849	6.95%	201,352

NATIONAL FUEL GAS

30 Rockefeller Plz., New York, NY 10020
(212) 541-7533

Business Lines	Percent Op Rev	Percent Income
Gas-Residential	52%	na
-Industrial	26	na
-Commercial	16	na
Other Gas, Other	6	na
TOTAL ($ millions)	$550	$23c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	5,123	1	5,123	29,908
TOTAL VOTES (000'S)			5,123	

Counsel/Wash Rep	Serv	Fee (000)	Year
Reid & Priest, NY	WR	na	'78
LeBoeuf, Lamb, Leiby, NY	GC	na	'77

Investment Bank	Service
Loeb Rhoades & Co, NY	PL
Goldman Sachs & Co, NY	PC

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 6.95% OF STOCK
TOP 10 HOLDERS CONTROL 6.95% OF STOCK
TOP 15 HOLDERS CONTROL 6.95% OF STOCK
TOP 20 HOLDERS CONTROL 6.95% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Pittsburgh National Corp National Steel Stock Invest Pl For Salaried Emps/7886 Pcts (2828974)	2,982,048	15.52	2,972,718
2. Hanna Mining Co	1,100,000	5.73	1,100,000
3. Lord Abbett & Co*	703,500	3.66	703,500
4. Massachusetts Financial Services Inc*	400,000	2.08	400,000
5. Mellon National Corp	314,538	1.64	247,166
6. Continental Corp<	292,000	1.52	292,000
7. Pioneer Western Corp< Pioneering Management Corp* (255400)	255,400	1.33	255,400
8. FMR Corp Fidelity Mngt & Research Co* (221000)	221,000	1.15	221,000
9. Falk, Leon Jr#	213,190	1.11	213,190
10. Humphrey, Gilbert W & Assoc#	203,691	1.06	203,691
11. Brundage Story & Rose	203,280	1.06	203,280
12. Morgan (J P) & Co Inc<	174,000	.90	13,000
13. Wellington Management Co*	167,900	.86	-
14. Capital Group Inc Capital Research & Management Co* (160000)	160,000	.82	-
15. Korhumel, Newton F#	133,300	.68	133,300
16. Prudential Insurance Co of Am	130,500	.67	130,500
17. National Life Insurance Co Natl Insur Cos & Sentinel Fds (100000)	100,000	.51	100,000
18. Harris Bankcorp Inc	100,000	.51	89,000
19. National City Corp	82,000	.42	27,000
20. Stinson, George A#	78,416	.40	78,416
21. Wells Fargo & Co	72,099	.37	72,099
22. Bankers Trust New York Corp	61,193	.31	61,193
23. National Securities & Research Corp*	50,000	.25	50,000
24. State Street Research & Management Co*	50,000	.25	25,000
25. American Electric Power Co Inc American Electric Power Service (50000)	50,000	.25	50,000
26. Heller (Walter E) International Corp American Natl Bk & Tr Co/Chicago (47322)	47,322	.25	44,722
27. John Hancock Mutual Life Insur Co	45,200	.23	45,200
28. United States Steel Corp US Steel & Carnegie Pension Tr (41900)	41,900	.21	41,900
29. American Express Co< American Exp Insur Cos-Combined (40000)	40,000	.20	40,000
TOTALS	8,472,477	44.10%	7,813,275

NATIONAL STEEL

2800 Grant Bldg., Pittsburgh, PA 15219
(412) 263-4100

Business Lines	Percent Op Rev	Percent Income
Steel	94%	88%
Aluminum	6	11
Inter-co Trans, Other	1	1
TOTAL ($ millions)	$3,789	$265a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	19,211	1	19,211	43,318
TOTAL VOTES (000'S)			19,211	

Counsel/Wash Rep	Serv	Fee (000)	Year
Thorp, Reed, DC	GC	na	'77
Pierson, Semmes, DC	WR	na	'78
Walker Associates, DC	WR	na	'76

Investment Bank	Service
Merrill Lynch, NY	DL
First Boston Corp, NY	DC
Salomon Brothers, NY	DC

Accountant

Ernst & Whinney, OH

Concentration

TOP 5 HOLDERS CONTROL 28.63% OF STOCK
TOP 10 HOLDERS CONTROL 34.80% OF STOCK
TOP 15 HOLDERS CONTROL 39.16% OF STOCK
TOP 20 HOLDERS CONTROL 41.72% OF STOCK

NEW ENGLAND ELECTRIC

20 Turnpike Rd., Westborough, MA 01581
(617) 366-9011

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Tisch Family Group	212,700	1.01	212,700
Loews Corp (69600)			
CNA Insur Cos/Fds-Combined (143100)			
2. Crocker National Corp	192,451	.90	113,151
3. Harvard University	163,625	.77	163,625
4. National Life Insurance Co	150,000	.70	150,000
Natl Insur Cos & Sentinel Fds (150000)			
5. Capital Group Inc	135,000	.63	-
Capital Research & Management Co* (135000)			
6. Gardner & Preston Moss Inc	122,650	.57	72,950
7. Mercantile Bankshares Corp<	119,777	.56	69,055
8. First National Boston Corp	94,569	.44	-
New England Electric System ESOP-Internal (94569)			
9. Vance Sanders & Co Inc*	72,000	.33	-
10. Wells Fargo & Co	63,249	.29	63,249
11. Minnesota Mutual Life Insur Co	62,400	.29	62,400
12. Massachusetts Financial Services Inc*	60,000	.27	60,000
13. State Street Boston Corp	53,664	.25	53,664
14. Citicorp<	52,313	.25	15,103
15. New England Merchants Co Inc	50,748	.23	-
16. Neuberger & Berman+	50,000	.23	-
Neuberger & Berman Management Inc* (50000)			
17. Pitcairn Family Interests	50,000	.23	50,000
Pitcairn Co (50000)			
18. Confederation Life Insurance Co	44,000	.20	44,000
19. First Pennsylvania Corp	43,348	.20	1,007
TOTALS	1,792,494	8.51%	1,130,904

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	41%	na
-Commercial	30	na
-Industrial	20	na
Other Electric, Other	9	na
TOTAL ($ millions)	$770	$67c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	21,066	1	21,066	99,072
TOTAL VOTES (000'S)				

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Ropes & Gray#, MA	LC	$51	'78
Debevoise & Liberman, DC	WR	na	'78
Beveridge, Fairbanks, DC	WR	na	'78

Investment Bank

Investment Bank	Service
First Boston Corp, NY	MI
Hutton (E F) & Co, NY	MI
Kidder, Peabody & Co, NY	MI

Accountant

Coopers & Lybrand, NY

Concentration

TOP 5 HOLDERS CONTROL 4.05% OF STOCK
TOP 10 HOLDERS CONTROL 6.29% OF STOCK
TOP 15 HOLDERS CONTROL 7.62% OF STOCK
TOP 20 HOLDERS CONTROL 8.51% OF STOCK

NIAGARA MOHAWK POWER

300 Erie Blvd. W., Syracuse, NY 13202
(315) 474-1511

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Marine Midland Banks Inc Niagara Mohawk Power Emp Savings Fund Plan/4809 Pcts (3323922)	3,323,922	5.35	3,323,922
2. Morgan (J P) & Co Inc< Niagara Mohawk Power Emp Savings Fund Plan/1579 Pcts (1737703)	1,737,703	2.79	1,737,703
3. Bank of New York Co Inc	382,567	.61	280,667
4. National Life Insurance Co Natl Insur Cos & Sentinel Fds (216000)	216,000	.34	216,000
5. Capital Group Inc Capital Research & Management Co* (210000)	210,000	.33	-
6. Wells Fargo & Co	199,710	.31	199,710
7. Massachusetts Financial Services Inc*	181,800	.28	181,800
TOTALS	6,251,702	10.05%	5,939,802

Business Lines

	Percent Op Rev	Percent Income
Electricity-Residential	25%	87%
-Commercial	26	
-Industrial, Other	29	
Gas-Residential	12	13
-Ind, Comm, Other	8	
TOTAL ($ millions)	$1,280	$215a

Stock Class

	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	62,180	1	62,180	204,000
TOTAL VOTES (000'S)			62,180	

Counsel/Wash Rep

	Serv	Fee (000)	Year
Jaeckle, Fleischmann#, NY	LC	$218	'78
LeBoeuf, Lamb, Leiby, NY	SC	na	'79
Reid & Priest, NY	WR	na	'78

Investment Bank

	Service
Merrill Lynch W Weld, NY	CL, DA, PA
Salomon Brothers, NY	CC, DA, PA

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 9.44% OF STOCK
TOP 10 HOLDERS CONTROL 10.05% OF STOCK
TOP 15 HOLDERS CONTROL 10.05% OF STOCK
TOP 20 HOLDERS CONTROL 10.05% OF STOCK

NICOR

1700 W. Ferry Rd., Naperville, IL 60540
(312) 242-4470

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Wright, David A Family Interests#	468,023	2.92	468,023
Wright, David A & Fam (291062)			
Wright, Frank C Jr & Fam (176961)			
2. State Farm Mutl Automobile Insur Co	275,106	1.72	275,106
State Farm Insur Cos-Combined (275106)			
3. Rowe Price (T) & Associates Inc*	256,240	1.60	21,000
4. Brooks, Robert W Family Interests	164,627	1.03	164,627
Brooks, Robert W & Fam (55257)			
Floe, Beverly Brooks & Fam (54685)			
Pihl, Carol Brooks Fam & Assoc (54685)			
5. Northern Trust Corp	121,836	.75	101,726
6. United States Steel Corp	93,110	.57	93,110
US Steel & Carnegie Pension Tr (93110)			
7. Batterymarch Financial Mngt Corp	87,900	.54	87,900
8. First Bank System Inc	85,997	.53	79,576
9. Continental Corp<	85,683	.53	85,683
10. Tisch Family Group	76,000	.46	76,000
CNA Insur Cos/Fds-Combined (76000)			
11. Miami Corp	57,000	.35	57,000
12. Rothschild Family Group (France-England)	55,884	.34	51,227
Bank of California NA (55884)			
13. New York State Common Retirement Fund	49,000L	.30	49,000L
14. Lincoln National Corp<	45,964	.28	45,964
Lincoln Natl Insur/Fds-Combined (45964)			
15. Harris Bankcorp Inc	36,000	.21	17,000
16. Sears Roebuck & Co	35,135	.21	35,135
Allstate Insur Cos/Fds-Combined (35135)			
17. Zurich Insurance Co (Switzerland) (29405)	34,433	.21	34,433
Zurich American Life Insur Co (5028)			
18. First Union Bancorp	33,345	.20	33,345
19. First American Bank Corp	32,931	.20	32,531
20. Washington National Corp<	32,600	.19	32,600
Washington National Insur Co (32600)			
21. New Hampshire Retirement System	30,400K	.18	30,400K
TOTALS	2,157,214	13.48%	1,871,386

Business Lines

Business Lines	Percent Op Rev	Percent Income
Gas Utility	95%	97%
Oil, Gas, Uranium	5	3
TOTAL ($ millions)	$1,279	$101a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	16,006	1	16,006	96,959
TOTAL VOTES (000'S)			16,006	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Mayer, Brown & Platt, IL	SC	na	'79

Investment Bank

Investment Bank	Service
Merrill Lynch W Weld, NY	DA

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 8.03% OF STOCK
TOP 10 HOLDERS CONTROL 10.71% OF STOCK
TOP 15 HOLDERS CONTROL 12.24% OF STOCK
TOP 20 HOLDERS CONTROL 13.29% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Taplin-Rankim Family Interests#	1,160,509	34.64	1,160,509
Taplin, Frank E (303778)			
Taplin, Thomas E (337555)			
Rankin, Clara Taplin (358876)			
Rankin, Alfred M (126000)			
Rankin, Alfred M Jr (34300)			
2. National City Corp	425,491	12.70	139,000
3. Mercantile Bancorporation Inc	142,000	4.24	142,000
4. Bennett, Otes Jr#	31,010	.92	31,010
5. Neville Rodie & Shaw Inc	24,200	.71	-
6. Skandia Group	21,900	.64	21,900
Hudson Insurance Co (5400)			
Skandia Am Reinsur Corp (16500)			
7. Pan-Holding S A	15,000A	.44	15,000A
8. Paribas Group (France)	13,000	.38	13,000
Credit du Nord S A			
America Valor (13000)			
9. Dresdner Bank (West Germany)	11,500	.33	11,500
Deutscher Invest Tr-Gesellschaft Fur Westpa			
Transatlanta (11500)			
10. Nationale Nederlanden (Holland)	9,700	.28	9,700
Midwestern United Life Insur Co (9700)			
11. Presbyterian Ministers Fund	7,600A	.22	7,600A
12. Dupont Family Interests	7,000	.20	7,000
Delfi Management Inc* (7000)			
TOTALS	1,868,910	55.79%	1,558,219

NORTH AMERICAN COAL

12800 Shaker Blvd., Cleveland, OH 44120
(216) 752-1000

Business Lines	Percent Op Rev	Percent Income
Coal	100%	100%
TOTAL ($ millions)	$267	$9c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	3,350	1	3,350	2,220
TOTAL VOTES (000'S)			3,350	

Counsel/Wash Rep	Serv	Fee (000)	Year
Jones, Day, Reavis#, OH	GC	$425	'78

Investment Bank	Service
Not Available	

Accountant

Ernst & Whinney, OH

Concentration

TOP 5 HOLDERS CONTROL 53.23% OF STOCK
TOP 10 HOLDERS CONTROL 55.35% OF STOCK
TOP 15 HOLDERS CONTROL 55.79% OF STOCK
TOP 20 HOLDERS CONTROL 55.79% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Connecticut General Insurance Corp	350,900	.53	350,900
Conn Genl Insur Cos/Fds-Combined (350900)			
2. CBT Corp	293,896	.44	293,756
3. Mutual Life Insurance Co of NY	216,900	.32	216,900
4. Lindner Family Group-American Financial Corp	215,000	.32	215,000
American Fin Insur Cos-Combined (215000)			
5. Mutual Life Assurance Co of Canada	211,700	.31	211,700
6. California, University of	198,000	.29	198,000
7. Hartford National Corp	162,352	.25	158,500
8. Tisch Family Group	145,700	.21	145,700
CNA Insur Cos/Fds-Combined (145700)			
9. Colonial Bancorp Inc (Conn)	137,603	.20	137,603
TOTALS	1,932,051	2.96%	1,928,059

NORTHEAST UTILITIES

174 Brush Hill, W. Springfield, MA 01089
(413) 785-5871

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	41%	na
-Commercial	29	na
-Industrial	20	na
-Other	9	na
TOTAL ($ millions)	$841	$86c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	65,242	1	65,242	199,831
TOTAL VOTES (000'S)			65,242	

Counsel/Wash Rep	Serv	Fee (000)	Year
Peabody, Brown, MA	LC	na	'78
Day, Berry & Howard, CT	LC	na	'78
Leva, Hawes, DC	WR	na	'78

Investment Bank	Service
Not Available	

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 1.97% OF STOCK
TOP 10 HOLDERS CONTROL 2.96% OF STOCK
TOP 15 HOLDERS CONTROL 2.96% OF STOCK
TOP 20 HOLDERS CONTROL 2.96% OF STOCK

NORTHERN IND PUB SERV

5265 Hohman Ave., Hammond, IN 46320
(219) 853-5200

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. California, University of	515,500	1.68	515,500
2. Ford Foundation	500,000	1.63	500,000
3. State Farm Mutl Automobile Insur Co	470,600	1.54	470,600
State Farm Insur Cos-Combined (470600)			
4. Sears Roebuck & Co	458,564	1.50	458,564
Allstate Insur Cos/Fds-Combined (458564)			
5. Wells Fargo & Co	453,409	1.48	453,409
6. Old Kent Financial Corp	365,288	1.19	364,888
7. Hartford National Corp	314,395	1.03	292,945
8. Aetna Life & Casualty Co	245,700	.79	245,700
Aetna Insur Cos/Fds-Combined (245700)			
9. Dodge & Cox Inc*	222,302	.72	222,302
10. U S Trust Corp	219,845	.71	179,645
11. Chase Manhattan Corp	200,903	.65	2,140
12. Tisch Family Group	197,900	.64	197,900
CNA Insur Cos/Fds-Combined (197900)			
13. Northwestern Mutual Life Insur Co	193,000	.62	193,000
14. Wisconsin Investment Board	190,000	.61	190,000
15. Lincoln National Corp<	189,362	.61	189,362
Lincoln Natl Insur/Fds-Combined (189362)			
16. Connecticut General Insurance Corp	180,500	.58	180,500
Conn Genl Insur Cos/Fds-Combined (180500)			
17. Texas Teachers Retir System	159,400	.51	159,400
18. International Telephone & Telegraph Corp<	144,500	.46	144,500
Hartford Fire Insur Cos-Combined (144500)			
19. Prudential Insurance Co of Am	140,000	.45	140,000
20. Western Bancorporation<	124,728	.40	122,473
21. State Mtl Life Assur Co of America	118,000	.37	60,000
State Mtl Life Insur/Fds-Combined (118000)			
22. Indiana National Corp	113,872	.36	106,172
23. American General Insurance Co<	113,100	.36	113,100
American Genl Insur Co-Combined (113100)			
24. Lincoln Financial Corp	102,356	.32	101,756
Lincoln Natl Bk & Tr of Ft Wayne (102356)			
25. State Street Research & Management Co*	100,000	.32	-
26. Bullock (Calvin) Ltd*	90,000	.28	90,000
27. Fidelity Union Bancorp	84,055	.26	79,505
28. National City Corp	83,000	.26	75,000
29. Rainier Bancorporation	75,900	.25	75,100
30. Fort Wayne National Bk	75,675	.25	75,675
31. Chemical New York Corp	71,300	.22	2,600
32. First Bank System Inc	66,227	.21	27,127
33. Manufacturers Hanover Corp<	65,744	.20	61,490
34. National Life Insurance Co	65,700	.20	65,700
Natl Insur Cos & Sentinel Fds (65700)			
35. First Pennsylvania Corp (22059)	63,959	.20	13,024
Vestaur Corp (41900)			
TOTALS	6,774,784	22.10%	6,169,077

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity-Industrial	35%	na
-Residential	12	na
-Commercial, Other	6	na
Gas-Industrial	23	na
-Other	23	na
TOTAL ($ millions)	$950	$63c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	30,656	1	30,656	65,802
TOTAL VOTES (000'S)			30,656	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Eichorn, Eichorn, IN	LC	na	'78
Lowenstein, Newman, DC	WR	na	'78
Covington & Burling, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Dean Witter Reynolds, CA	CL, DL, DA
Merrill Lynch W Weld, NY	CC, DC, DA
Goldman Sachs & Co, NY	PA

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 7.82% OF STOCK
TOP 10 HOLDERS CONTROL 12.28% OF STOCK
TOP 15 HOLDERS CONTROL 15.45% OF STOCK
TOP 20 HOLDERS CONTROL 17.90% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Omaha National Corp	1,562,686	6.91	1,562,686
Northern Natural Gas Emps Investment Plan/Internal (1506196)			
2. Capital Group Inc	990,100	4.38	331,100
Capital Guardian Trust Co (990100)			
3. Clevetrust Corp	773,901	3.42	695,788
4. Dupont Family Interests	405,147	1.79	328,742
Wilmington Trust Co (405147)			
5. Bankers Trust New York Corp	386,820	1.71	379,534
6. New England Mutual Life Insur Co	372,645	1.65	213,660
7. Kirby Family Group-Alleghany Corp<	365,800	1.62	365,800
IDS Life Insurance Co (7900)			
Investors Diversified Ser Inc* (7900)			
IDS Funds-Combined (350000)			
8. Robeco (Holland)	300,000	1.33	300,000
9. Fidelcor Inc	269,561	1.19	269,561
10. Wellington Management Co*	269,487	1.19	20,000
11. First & Merchants Corp	212,778	.93	209,584
12. Los Angeles County Employees Retir Assoc	186,200M	.81	186,200M
13. American Express Co<	175,000	.76	175,000
American Exp Insur Cos-Combined (175000)			
14. Teledyne Inc	169,900	.75	169,900
Argonaut Insurance Co (75900)			
Trinity Universal Insurance Co (94000)			
15. Continental Corp<	169,270	.75	169,270
16. First Bank System Inc	166,389	.73	161,013
17. Chemical New York Corp	166,129	.73	113,770
18. FMR Corp	159,080	.69	159,080
Fidelity Mngt & Research Co* (159080)			
19. Stanford University	151,318F	.66	151,318F
20. Swiss Reinsurance Co (Switzerland) (133000)	147,000	.64	147,000
North American Reassurance Corp (14000)			
21. Northwestern Mutual Life Insur Co	141,000	.61	141,000
22. Provident National Corp<	122,874	.53	95,024
23. Marine Midland Banks Inc	122,749	.53	122,749
24. Shearson Hayden Stone Inc<	107,700	.47	107,700
Bernstein-Macauley Inc (107700)			
25. First Northwestern Trust Co of Neb	105,895	.46	105,895
26. Princeton University	105,000M	.45	105,000M
27. Batterymarch Financial Mngt Corp	102,400	.44	102,400
28. Crum & Forster<	101,000	.44	101,000
Crum & Forster Insur Cos-Combined (101000)			
29. Power Corp-Investors Group of Canada<	96,000	.41	96,000
Great-West Life Insurance Co (96000)			
30. Colonial Bancorp Inc (Conn)	91,144	.39	1,144
31. Chase Manhattan Corp	90,426	.39	20,438
32. First Pennsylvania Corp	88,884	.38	55,162
33. Prudential Insurance Co of Am	85,800	.37	85,800
34. Mercantile Bankshares Corp<	83,341	.36	42,355
35. Templeton (John M) Family Interests	80,600	.35	-
Templeton Invest Counsel Ltd* (Canada)			
36. Cornell University	80,000M	.34	80,000M

CONTINUED ON NEXT PAGE

NORTHERN NATURAL GAS

2223 Dodge St., Omaha, NE 68102
(402) 348-4000

Business Lines	Percent Op Rev	Percent Income
Natural Gas	65%	62%
Liquid Fuels	30	21
Petrochemicals	12	9
Expl, Prod & Coal	2	5
Inter-co Trans, Other	(9)	2
TOTAL ($ millions)	$1,919	$142c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	22,599	1	22,599	31,431
TOTAL VOTES (000'S)			22,599	

Counsel/Wash Rep	Serv	Fee (000)	Year
Case & Ward, DC	WR	na	'78
Gallagher, Boland, DC	WR	na	'78
Miller & Chevalier, DC	WR	na	'78

Investment Bank	Service
Blyth Eastman Dillon, NY	DL
Goldman Sachs & Co, NY	DC

Accountant

Arthur Andersen & Co, IL

NAME CHANGE: In 3-80 Company changed its name to Inter-North Inc.

Concentration

TOP 5 HOLDERS CONTROL 18.22% OF STOCK
TOP 10 HOLDERS CONTROL 25.21% OF STOCK
TOP 15 HOLDERS CONTROL 29.25% OF STOCK
TOP 20 HOLDERS CONTROL 32.74% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
37. Delaware, University of	77,914K	.33	77,914K
38. Washington Dept of Retirement Systems	75,100M	.32	75,100M
39. Wells Fargo & Co	74,931	.32	74,931
40. Manufacturers Hanover Corp<	73,257	.31	63,272
41. Bristol, John W Interests	71,098	.30	71,098
Bristol (John W) & Co Inc (71098)			
42. Forstmann-Leff Associates	65,700	.28	65,700
43. Heller (Walter E) International Corp	63,627	.27	50,125
American Natl Bk & Tr Co/Chicago (63627)			
44. Mercantile Bancorporation Inc	62,856	.27	62,856
45. Northeast Bancorp Inc (Conn)	62,050	.26	60,290
46. Neuberger & Berman+	60,300	.26	-
Neuberger & Berman Management Inc* (60300)			
47. Kemper Family Group	57,000	.25	57,000
Kemper Financial Services Inc* (38400)			
Kemper Insur Cos-Combined (18600)			
48. Loeb Rhoades Hornblower & Co Inc	55,575	.25	-
49. Standard Oil Co (Indiana)	55,500	.25	55,500
50. Fidelity Union Bancorp	50,816	.21	50,816
51. National Securities & Research Corp*	50,000	.21	50,000
52. Strauss, Willis A & Family#	48,492	.20	48,492
53. Schroders Ltd< (England)	48,180	.20	21,628
Schroder Naess & Thomas* (48180)			
54. Girard Co	48,050	.20	30,258
55. Maryland National Corp (41386)	47,026	.20	47,026
Redwood Capital Mngt Inc (5640)			
56. Citizens Fidelity Corp	46,810	.20	45,710
TOTALS	10,198,306	45.13%	8,378,389

NORTHERN STATES POWER

414 Nicollet Mall, Minneapolis, MN 55401
(612) 330-5904

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. First Bank System Inc	881,200	2.94	803,980
Northern States Power ESOP-6433 (312500)			
2. Dupont Family Interests	801,430	2.67	-
Du Pont (E I) de Nemours & Co Inc (801430)			
3. Minnesota State Board of Investment	400,200K	1.34	400,200K
4. TIAA-CREF	362,876	1.21	362,876
College Retirement Equities Fund (292876)			
Teachers Insurance & Annuity Assn (70000)			
5. Northwest Bancorporation< (63916)	362,009	1.21	354,328
Northwestern Natl Bk Minneapolis (298093)			
6. Wisconsin Investment Board	303,400	1.01	303,400
7. Detroitbank Corp	250,772	.83	249,239
8. Continental Illinois Corp	246,010	.81	179,697
9. California, University of	240,000	.79	240,000
10. Northwestern Mutual Life Insur Co	215,000	.71	215,000
11. Hartford National Corp	195,105	.64	195,105
12. Northern Trust Corp	192,538	.63	122,850
13. U S Trust Corp	192,227	.63	133,850
14. Metropolitan Life Insurance Co	183,000	.60	183,000
15. First Chicago Corp<	177,347	.58	176,682
16. Texas Teachers Retir System	158,020	.52	158,020
17. United States Fidelity & Guaranty Co	146,000	.48	146,000
18. United States Steel Corp	138,505	.45	138,505
US Steel & Carnegie Pension Tr (138505)			
19. Mercantile Bankshares Corp<	130,210	.42	101,740
20. Riggs National Bank	126,157	.42	128,157
21. Continental Corp<	124,196	.40	124,196
22. First National Holding Corp	121,400	.40	121,400
23. Western Bancorporation<	115,510	.38	114,118
24. Wells Fargo & Co	115,139	.37	115,139
25. Wellington Management Co*	111,300	.36	30,000
26. Harris Bankcorp Inc	108,000	.35	67,000
27. GEICO Corp	100,000	.32	100,000
GEICO Insur Cos-Combined (100000)			
28. Zurich Insurance Co (Switzerland) (78642)	93,642	.30	93,642
American Guarantee & Liability (15000)			
29. American Express Co<	83,600	.27	83,600
American Exp Insur Cos-Combined (83600)			
30. Morgan (J P) & Co Inc<	83,000	.27	13,000
31. Security Pacific Corp<	80,141	.26	49,175
32. Axe (E W) & Co Inc*	74,525	.25	74,525
33. Shawmut Corp	67,820	.22	63,820
34. Connecticut Mutual Life Insur Co	66,170A	.21	66,170A
35. American Security Corp (D C)	65,579	.21	65,579
36. Massachusetts Institute of Technology	60,300	.19	60,300
TOTALS	7,174,328	23.94%	5,834,293

Business Lines

	Percent Op Rev	Percent Income
Electricity-Residential	28%	95%
-Commercial, Ind	40	
-Wholesale, Other	15	
Gas	16	4
Other	1	1
TOTAL ($ millions)	$979	$301a

Stock Class

	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	29,970	1	29,970	101,389
TOTAL VOTES (000'S)			29,970	

Counsel/Wash Rep

	Serv	Fee (000)	Year
Debevoise & Liberman, DC	WR	na	'78
O'Connor & Hannan, DC	WR	na	'78
Shaw, Pittman, Potts, DC	WR	na	'78

Investment Bank

	Service
Merrill Lynch, NY	CL
Piper, Jaffray, MN	CC
Dain, Kalman & Quail, MN	CC

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 9.37% OF STOCK
TOP 10 HOLDERS CONTROL 13.56% OF STOCK
TOP 15 HOLDERS CONTROL 16.69% OF STOCK
TOP 20 HOLDERS CONTROL 19.03% OF STOCK

NORTHWEST ENERGY

315 E. 200 S., Salt Lake City, UT 84111
(801) 534-3600

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Citicorp< Northwest Energy ESOP & Other Plans- 1100 Pcts (953191)	953,191	22.15	-
2. Gulf Interstate Co	109,470$	2.54	109,470$
3. Dreyfus Corp*	69,000	1.60	4,000
4. American General Insurance Co< American Genl Insur Co-Combined (60000)	60,000	1.39	60,000
5. Franklin Resources Inc< Franklin Research Inc* (53000)	53,000	1.23	-
6. Tisch Family Group CNA Insur Cos/Fds-Combined (38600)	38,600	.89	38,600
7. Murphy Favre Inc+ Composite Research & Management Co* Composite Bond & Stock Fund Inc (30000)	30,000	.69	30,000
8. First National Bancorp Inc	25,500	.58	500
9. Oppenheimer & Co+	25,000	.57	25,000
10. Morgan Stanley & Co Inc	17,732	.40	-
11. Principal Savings & Trust Co Collective Mutual Fund Ltd (14000)	14,000	.32	14,000
12. Mcmillian, John G#	12,500	.28	12,500
13. US Bancorp	10,925	.25	10,865
14. Bank of New York Co Inc	10,855	.25	10,855
15. SBHU Holdings Inc	10,300	.23	-
16. Young Mens Christian Assoc Retir Fund	8,800	.19	8,800
TOTALS	1,448,873	33.66%	324,590

Business Lines	Percent Op Rev	Percent Income
Natural Gas Pipeline	100%	100%
TOTAL ($ millions)	$820	$39c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	4,304	1	4,304	20,232
TOTAL VOTES (000'S)			4,304	

Counsel/Wash Rep	Serv	Fee (000)	Year
Watkiss & Campbell#, UT	LC	$102	'78
Cahill, Gordon#, NY	LC	$225	'78
Patton, Boggs & Blow, DC	WR	na	'78

Investment Bank	Service
Goldman Sachs & Co, NY	CL
Loeb Rhoades Hornbl, NY	CC, DL
Lehman Kuhn Loeb, NY	CC

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 28.92% OF STOCK
TOP 10 HOLDERS CONTROL 32.10% OF STOCK
TOP 15 HOLDERS CONTROL 33.46% OF STOCK
TOP 20 HOLDERS CONTROL 33.66% OF STOCK

OCCIDENTAL PETROLEUM

10889 Wilshire Blvd., Los Angeles, CA 90024
(213) 879-1700

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Bankamerica Corp<	2,321,004	2.78	-
Occidental Thrift Pl/Internal (2321004)			
2. Lord Abbett & Co*	1,420,458	1.70	1,420,458
3. Hammer, Dr Armand & Family#	1,163,056	1.39	1,163,056
4. Pharaon, Ghaith Rashad (Saudi Arabia)	1,000,000	1.20	1,000,000
5. Robeco (Holland)	600,000	.71	600,000
6. State Farm Mutl Automobile Insur Co	540,000	.64	540,000
State Farm Insur Cos-Combined (540000)			
7. Marsh & Mclennan Cos Inc<	532,700	.63	466,200
Putnam Management Co* (66500)			
Eberstadt Asset Mngt Inc* (466200)			
8. Stein Roe & Farnham*	511,850	.60	160,000
9. Swiss Reinsurance Co (Switzerland) (325504)	420,504	.50	420,504
North American Reassurance Corp (95000)			
10. National Investment Ser of America Inc	375,050	.44	375,050
11. BEA Associates Inc	357,950	.42	357,950
12. New England Mutual Life Insur Co	288,557	.34	138,900
13. Federated Investors Inc<	241,900	.28	-
Federated Research Corp* (241900)			
14. Charter New York Corp (101)	232,251	.27	212,151
Irving Trust Co (232150)			
15. First International Bancshares Inc	229,870	.27	228,870
16. Oregon Public Employees Retir System	220,000L	.25	220,000L
17. Yale University	212,400F	.25	212,400F
18. Chemical New York Corp	210,566	.25	177,291
19. Morgan (J P) & Co Inc<	179,000	.20	66,000
20. Oppenheimer & Co+	170,214	.19	71,600
21. First Oklahoma Bancorp Inc	167,482	.19	75,392
TOTALS	11,394,812	13.63%	7,905,822

Business Lines

Business Lines	Percent Op Rev	Percent Income
Oil, Gas Expl & Prod	31%	108%
Oil, Gas Transp & Ref	35	(25)
Ind Chemicals, Plastic	14	20
Agri Prod, Other	13	(4)
Coal	7	1
TOTAL ($ millions)	$6,384	$478a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	70,600	1	70,600	162,769
Pfd-7 Classes	12,971	1	12,971	na
TOTAL VOTES (000'S)			83,571	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Phillips, Nizer, Krim#, NY	LC	$589	'78
Mitchell, Silberberg#, CA	LC	$58	'78
Fried, Frank, Harris, NY	MC	na	'78

Investment Bank

Investment Bank	Service
Kidder, Peabody & Co, NY	DL, PL
Blyth Eastman Dillon, NY	DC, PC
Dean Witter Reynolds, CA	PC

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 7.78% OF STOCK
TOP 10 HOLDERS CONTROL 10.63% OF STOCK
TOP 15 HOLDERS CONTROL 12.25% OF STOCK
TOP 20 HOLDERS CONTROL 13.43% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. TIAA-CREF	1,301,594	2.24	1,301,594
College Retirement Equities Fund (1181094)			
Teachers Insurance & Annuity Assn (120500)			
2. Clevetrust Corp	477,717	.81	448,903
3. Continental Investment Corp<	417,403	.71	417,403
Waddell & Reed Fds-Combined (417403)			
4. Morgan (J P) & Co Inc<	301,000	.51	2,000
5. Continental Corp<	290,000	.50	290,000
6. Prudential Insurance Co of Am	272,382	.46	272,382
7. National City Corp	184,000	.31	175,000
8. First National Bank of Akron	178,312	.30	178,312
9. U S Trust Corp	166,597	.28	137,160
10. Wells Fargo & Co	164,555	.27	164,555
11. Northern Trust Corp	161,157	.27	134,505
12. INA Corp<	140,000	.23	140,000
INA Insur Cos/Fds-Combined (140000)			
13. Chase Manhattan Corp	118,969	.19	102,092
TOTALS	4,173,686	7.17%	3,763,906

OHIO EDISON

76 S. Main St., Akron, OH 44308
(216) 384-5100

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	36%	na
-Commercial	24	na
-Industrial	30	na
Other Electric, Other	10	na
TOTAL ($ millions)	$863	$86c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	58,207	1	58,207	157,644
TOTAL VOTES (000'S)			58,207	

Counsel/Wash Rep	Serv	Fee (000)	Year
Shaw, Pittman, Potts, DC	WR	na	'78
Winthrop, Stimson, NY	SP	na	'78

Investment Bank	Service
Morgan Stanley & Co, NY	CL
Merrill Lynch W Weld, NY	CC
Dean Witter Reynolds, CA	CC

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 4.79% OF STOCK
TOP 10 HOLDERS CONTROL 6.45% OF STOCK
TOP 15 HOLDERS CONTROL 7.17% OF STOCK
TOP 20 HOLDERS CONTROL 7.17% OF STOCK

OKLAHOMA NATURAL GAS

624 S. Boston Ave., Tulsa, OK 74119
(918) 583-6161

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Bancoklahoma Corp/Bk of Oklahoma NA Oklahoma Natural Gas ESOP & Thrift Plans/1770 Pcts (856575)	936,551	8.81	932,725
2. Stone & Webster Inc	286,000M	2.69	286,000M
3. Rowe Price (T) & Associates Inc*	213,080	2.00	28,000
4. Batterymarch Financial Mngt Corp	205,400	1.93	205,400
5. FMR Corp Fidelity Mngt & Research Co* (57000)	57,000	.53	57,000
6. Ingram, Charles Clark Jr#	46,421M	.43	46,421M
7. Barnett Banks of Florida Inc	40,000	.37	36,000
8. Louisiana State Employes Retirement System	35,200M	.32	35,200M
9. First Tulsa Bancorp Inc	34,582	.32	34,035
10. Maryland National Corp	31,037	.28	31,037
11. Wells Fargo & Co	30,575	.28	30,575
12. Duke Endowment	28,200	.26	28,200
13. Mercantile Bankshares Corp<	24,572	.22	3,459
14. Bank of New York Co Inc	23,961	.22	23,961
TOTALS	1,992,579	18.74%	1,778,013

Business Lines

Business Lines	Percent Op Rev	Percent Income
Gas Utility	94%	77%
Oil, Gas Production	5	20
Corporate, Other	-	3
TOTAL ($ millions)	$676	$69a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	10,273G	1	10,273	19,501
Pfd Ser A	180	2	360	994
TOTAL VOTES (000'S)			10,633	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Huffman, Arrington, OK	GC	na	'78
Pierson, Semmes, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Paine, Webber, NY	DA

Accountant

Peat, Marwick, Mitchell & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 15.97% OF STOCK
TOP 10 HOLDERS CONTROL 17.73% OF STOCK
TOP 15 HOLDERS CONTROL 18.74% OF STOCK
TOP 20 HOLDERS CONTROL 18.74% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Rothschild Family Group (France-England)	9,159,829	6.30	9,159,829
Bank of California Na			
Pacific Gas & Electric Savings Fund Plan/22255 Pcts (9159829)			
2. TIAA-CREF	990,000	.67	990,000
College Retirement Equities Fund (910000)			
Teachers Insurance & Annuity Assn (80000)			
3. First National Boston Corp	911,675	.62	893,630
4. Kirby Family Group-Alleghany Corp<	806,000	.54	806,000
Investors Diversified Ser Inc* (53000)			
IDS Funds-Combined (753000)			
5. Wells Fargo & Co	764,646	.52	764,646
6. Prudential Insurance Co of Am	623,600	.42	623,600
7. California, University of	569,560	.38	569,560
8. Morgan (J P) & Co Inc<	556,000	.37	142,000
9. Republic of Texas Corp<	477,493	.32	477,049
10. Connecticut General Insurance Corp	438,000	.29	421,000
Conn Genl Insur Cos/Fds-Combined (438000)			
11. California Public Emps & Teachers Retir Sys	427,200L	.28	427,200L
12. Crocker National Corp	405,277	.27	323,159
13. Manufacturers Hanover Corp<	368,166	.25	289,719
14. Security Pacific Corp<	335,021	.22	273,857
TOTALS	16,832,467	11.57%	16,161,249

PACIFIC GAS & ELECTRIC

77 Beale St., San Francisco, CA 94106
(415) 781-4211

Business Lines

	Percent Op Rev	Percent Income
Electricity-Commercial	25%	81%
-Residential	21	
-Industrial, Other	15	
Gas-Residential	13	19
-Commercial, Other	26	
TOTAL ($ millions)	$3,433	$453a

Stock Class

	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	101,409	1	101,409	239,405
1st Pfd	44,098	1	44,098	144,728
TOTAL VOTES (000'S)			145,507	

Counsel/Wash Rep

	Serv	Fee (000)	Year
Van Ness, Feldman, DC	WR	na	'78
LeBoeuf, Lamb, Leiby, NY	WR	na	'78
Debevoise & Liberman, DC	WR	na	'78

Investment Bank

	Service
Blyth Eastman Dillon, NY	CL, DL, PL
Dean Witter Reynolds, CA	DC, PC
Merrill Lynch W Weld, NY	DC, PC

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 8.68% OF STOCK
TOP 10 HOLDERS CONTROL 10.51% OF STOCK
TOP 15 HOLDERS CONTROL 11.57% OF STOCK
TOP 20 HOLDERS CONTROL 11.57% OF STOCK

PACIFIC LIGHTING

810 S. Flower St., Los Angeles, CA 90017
(213) 689-3481

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Western Bancorporation< Pacific Lighting Retir Savings Plans-7731 Pcts (3756966)	3,756,966	15.72	25,441
2. Wells Fargo & Co	187,872	.78	187,872
3. Seligman (J & W) & Co+ Union Service Corp* Union Income Fund Inc (75000)	75,000	.30	75,000
4. Knapp, James R & Assoc#	59,986	.25	59,986
5. Hawaiian Trust Co	51,053	.20	51,053
6. Miller, Paul A & Assoc#	49,429	.20	49,429
TOTALS	4,180,306	17.49%	448,781

Business Lines

	Percent Op Rev	Percent Income
Gas-Residential	33%	89%
-Commercial, Ind	33	
-Wholesale	8	
Electricity	15	
Real Estate, Other	10	11
TOTAL ($ millions)	$1,749	$202a

Stock Class

	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	23,896	1	23,896	78,611
TOTAL VOTES (000'S)			23,896	

Counsel/Wash Rep

	Serv	Fee (000)	Year
Gibson, Dunn#, CA	LC	$43	'78
Miller & Chevalier, DC	WR	na	'78

Investment Bank

	Service
Morgan Stanley & Co, NY	CL

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 17.29% OF STOCK
TOP 10 HOLDERS CONTROL 17.49% OF STOCK
TOP 15 HOLDERS CONTROL 17.49% OF STOCK
TOP 20 HOLDERS CONTROL 17.49% OF STOCK

PACIFIC POWER & LIGHT

920 S.W. Sixth Ave., Portland, OR 97204
(503) 243-1122

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Lazard Freres & Co	442,585	1.18	417,400
2. Western Bancorporation<	147,900	.39	140,416
3. Texas, University of	132,800	.35	132,800
4. American Electric Power Co Inc	90,000	.23	90,000
American Electric Power Service (90000)			
TOTALS	813,285	2.17%	780,616

Business Lines	Percent Op Rev	Percent Income
Electricity	78%	82%
Telephone	8	9
Coal Mining	15	9
TOTAL ($ millions)	$585	$195a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	37,408	1	37,408	116,657
TOTAL VOTES (000'S)			37,408	

Counsel/Wash Rep	Serv	Fee (000)	Year
Rives, Bonyhadi#, OR	GC	$764	'78
Hathaway, Speight,#	LC	$39	'79
Leighton & Sherline, DC	WR	na	'78

Investment Bank	Service
Not Available	

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 2.17% OF STOCK
TOP 10 HOLDERS CONTROL 2.17% OF STOCK
TOP 15 HOLDERS CONTROL 2.17% OF STOCK
TOP 20 HOLDERS CONTROL 2.17% OF STOCK

PANHANDLE EASTERN PIPE LINE

3000 Bissonnet, Houston, TX 77005, (713) 664-3401

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. State Street Research & Management Co*	1,202,700	6.66	1,047,400
2. Osborne Family Interests#	835,493	4.63	835,493
Osborne, William M Jr Fam & Assoc (72241)			
Osborne Estates Co (618113)			
Osborne, D A (25364)			
Osborne, J M (53706)			
Osborne, J M Jr (26486)			
Osborne, J T (39583)			
3. First City Bancorp of Texas Inc	727,851	4.03	61,500
Panhandle Eastern Pipeline ESOP & Stock Purchase Pls/Internal (666351)			
4. TIAA-CREF	442,044	2.45	442,044
College Retirement Equities Fund (408044)			
Teachers Insurance & Annuity Assn (34000)			
5. Morgan (J P) & Co Inc<	388,000	2.15	144,000
6. Hospital Trust Corp	381,787	2.11	377,202
7. Batterymarch Financial Mngt Corp	344,200	1.91	344,200
8. Lord Abbett & Co*	335,626	1.86	335,626
9. Clevetrust Corp	303,981	1.68	303,149
10. Scudder Stevens & Clark Co*	289,582	1.60	70,000
11. Wells Fargo & Co	277,632	1.54	277,632
12. Kirby Family Group-Alleghany Corp<	275,300	1.52	213,400
Investors Diversified Ser Inc* (275300)			
13. California Public Emps & Teachers Retir Sys	272,345L	1.51	272,345L
14. Minnesota State Board of Investment	252,748K	1.40	252,748K
15. INA Corp<	200,000	1.11	200,000
INA Insur Cos/Fds-Combined (200000)			
16. Massachusetts Financial Services Inc*	199,800	1.11	199,800
17. Industrial National Corp	178,001	.98	146,254
18. First Union Bancorp	140,368	.77	132,618
19. First Pennsylvania Corp (123796)	135,796	.75	97,343
Vestaur Corp (12000)			
20. New England Mutual Life Insur Co	125,454	.68	41,800
21. Bruch Family Interests	110,990Y	.60	110,990Y
Bruch, K F Jr (100450)			
Bruch, T O (10540)			
22. Dodge & Cox Inc*	110,449	.60	110,449
23. Fidelcor Inc	110,263	.60	110,263
24. Weitzel, J P Fam & Assoc	105,101Y	.57	105,101Y
25. United States Steel Corp	104,094	.57	104,094
US Steel & Carnegie Pension Tr (104094)			
26. Chemical New York Corp	102,634	.56	101,194
27. American Express Co<	100,000	.54	100,000
American Exp Insur Cos-Combined (100000)			
28. Marine Midland Banks Inc	92,976	.50	92,976
29. Wellington Management Co*	91,000	.50	-
30. Providence Investors	76,442	.41	76,442
31. Manufacturers Hanover Corp<	75,133	.41	67,358
32. Boring, M O Jr Fam & Assoc#	73,717	.40	73,717
33. National City Corp	73,000	.39	51,000
34. Equitable Life Assur Society of US	72,400	.39	72,400
35. Texas, University of	71,500	.39	71,500

CONTINUED ON NEXT PAGE

Business Lines

	Percent Op Rev	Percent Income
Natural Gas Pipeline	85%	66%
Oil & Gas Production	5	28
Drilling, Coal, Other	10	5
TOTAL ($ millions)	$1,411	$240a

Stock Class

	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	18,058	1	18,058	21,274
TOTAL VOTES (000'S)			18,058	

Counsel/Wash Rep

	Serv	Fee (000)	Year
Sullivan & Cromwell#, NY	LC	$114	'78
Allison & Co, DC	WR	na	'78
Farmer, Shibley, DC	WR	na	'78

Investment Bank

	Service
Dillon, Read & Co, NY	MG
Kidder, Peabody & Co, NY	DA
Merrill Lynch, NY	MI

Accountant

Peat, Marwick, Mitchell & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 19.91% OF STOCK
TOP 10 HOLDERS CONTROL 29.08% OF STOCK
TOP 15 HOLDERS CONTROL 36.16% OF STOCK
TOP 20 HOLDERS CONTROL 40.47% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
36. State Street Boston Corp	69,827	.38	69,827
37. Hartford National Corp	69,432	.37	67,632
38. Seligman (J & W) & Co+	68,800	.37	68,800
Union Service Corp*			
Broad Street Investing Corp (22700)			
Tri-Continental Corp (46100)			
39. Provident National Corp<	66,791	.36	39,721
40. Ohio Public Employees Retir System	66,100M	.36	66,100M
41. Bankers Trust New York Corp	60,418	.32	57,692
42. Colorado Public Employees Retir Assoc	59,600F	.32	59,600F
43. Bristol, John W Interests	55,556	.30	55,556
Bristol (John W) & Co Inc (55556)			
44. New York City Comptroller's Office	52,758K	.28	52,758K
45. Continental Investment Corp<	50,000	.27	50,000
Waddell & Reed Fds-Combined (50000)			
46. Axe (E W) & Co Inc*	50,000	.27	50,000
47. New York State Common Retirement Fund	48,077L	.26	48,077L
48. Valley National Bank of Arizona	43,006	.23	42,387
49. Invesco Capital Mngt Inc	43,000	.23	-
50. Oregon Public Employees Retir System	43,000L	.23	43,000L
51. Yale University	42,966F	.23	42,966F
52. First National Bancorp Inc	42,900	.23	14,650
53. Security Pacific Corp<	41,458	.22	35,922
54. Bullock (Calvin) Ltd*	40,825	.22	40,825
55. Young Mens Christian Assoc Retir Fund	38,900	.21	38,900
56. Chase Manhattan Corp	38,242	.20	6,237
TOTALS	9,770,063	54.10%	7,992,688

PENN VIRGINIA CORP

2500 Fidelity Bldg., Philadelphia, PA 19109
(215) 545-2500

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Leisenring-Wentz Fam Interests#	255,571	14.09	255,571
Leisenring, E B Jr Fam & Assoc (191039)			
Wentz Corp (64532)			
2. Fidelcor Inc	224,679	12.39	224,679
3. Morgan (J P) & Co Inc<	112,000	6.17	12,000
4. Kemmerer Family Interests#	75,320	4.15	75,320
Kemmerer, John L & Fam (4920)			
Kemmerer Corp (70400)			
5. Girard Co	68,314	3.77	64,393
6. Pierrepont, John Fam & Associates#	43,766	2.41	43,766
7. Willis, Sherred A & Family#	36,604	2.02	36,604
8. First Pennsylvania Corp	30,594	1.69	7,932
9. Bullitt, Orville H Jr Fam & Associates#	29,076	1.60	29,076
10. Indiana National Corp	27,700	1.53	8,000
11. Warburg (E M) Pincus & Co Inc	19,758	1.09	-
EMW Counsellors Inc (19758)			
12. Manufacturers Hanover Corp<	18,896	1.04	18,896
13. Chemical New York Corp	15,654	.85	13,204
14. Provident National Corp<	13,432	.73	9,574
15. Dupont Family Interests	8,370	.45	8,210
Wilmington Trust Co (8370)			
16. Magnavest Corp<	6,000	.32	6,000
Pilgrim Capital Management Corp* (6000)			
17. Stanford University	6,000	.32	6,000
18. Union National Bk of Pittsburgh	5,080	.27	4,780
19. Shawmut Corp	4,000	.21	4,000
20. Union Commerce Corp	3,778	.20	3,778
TOTALS	1,004,592	55.38%	831,783

Business Lines

Business Lines	Percent Op Rev	Percent Income
Coal Land Operations	22%	56%
Equipment Manu	40	12
Limestone, Other	24	(1)
Inv in Affiliates	13	33
TOTAL ($ millions)	$40	$15a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	1,814	1	1,844	1,675
TOTAL VOTES (000'S)			1,844	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Dechert, Price#, PA	LC	$800	'78

Investment Bank

Investment Bank	Service
Kidder, Peabody & Co, NY	DA

Accountant

Peat, Marwick, Mitchell & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 40.57% OF STOCK
TOP 10 HOLDERS CONTROL 49.81% OF STOCK
TOP 15 HOLDERS CONTROL 54.01% OF STOCK
TOP 20 HOLDERS CONTROL 55.38% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Prudential Insurance Co of Am	884,000M	1.99	884,000M
2. Metropolitan Life Insurance Co	672,500M	1.51	672,500M
3. Girard Co	510,059	1.15	349,809
4. Provident National Corp<	367,835	.82	281,879
5. First National Bank of Allentown Pennsylvania Power & Light ESOP-7172 Pcts (318296)	318,296	.71	-
6. Fidelcor Inc	304,420	.67	304,420
7. First Pennsylvania Corp	251,752	.56	161,383
8. General Motors Corp G M A C Commercial Corp (250000)	250,000M	.55	250,000M
9. Minnesota Mining & Manufacturing Co	200,000	.44	200,000
10. Wisconsin Investment Board	134,100	.29	134,100
TOTALS	3,892,962	8.75%	3,238,091

PENN POWER & LIGHT

2 N. Ninth St., Allentown, PA 18101
(215) 821-5151

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	40%	na
-Commercial	27	na
-Industrial	28	na
-Other	5	na
TOTAL ($ millions)	$798	$149c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	39,074	1	39,074	149,889
Pfd-12 Series	3,414	1	3,414	179,227
Pref-6 Series	2,020	1	2,020	26,279
TOTAL VOTES (000'S)			44,508	

Counsel/Wash Rep	Serv	Fee (000)	Year
Jones, Day, Reavis, OH	WR	na	'78
Reid & Priest, NY	WR	na	'76
Simpson, Thacher, NY	SC	na	'79

Investment Bank	Service
Drexel Burnham, NY	CL, DC, DA
First Boston Corp, NY	CC, DC, DA
Morgan Stanley & Co, NY	DL

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 6.18% OF STOCK
TOP 10 HOLDERS CONTROL 8.75% OF STOCK
TOP 15 HOLDERS CONTROL 8.75% OF STOCK
TOP 20 HOLDERS CONTROL 8.75% OF STOCK

PENNZOIL

Pennzoil Pl., Houston, TX 77001
(713) 236-7878

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Sarofim (Fayez) & Co	2,270,816	6.91	2,270,816
2. State Farm Mutl Automobile Insur Co	1,457,480	4.43	1,457,480
State Farm Investment Mngt Corp* (217880)			
State Farm Insur Cos-Combined (1239600)			
3. Citicorp<	1,089,863	3.32	994,642
4. Texas Commerce Bancshares Inc	916,812	2.79	8,320
Pennzoil ESOP/2887 Pcts (882675)			
5. Marsh & Mclennan Cos Inc<	749,300	2.28	749,300
Eberstadt Asset Mngt Inc* (749300)			
6. Liedtke-Coleman-Bovaird Interests#	650,982	1.98	650,982
Liedtke, J Hugh (161504)			
Coleman, George L (87802)			
Bovaird, W J (1676)			
Choctaw Corp (400000)			
7. City Investing Co<	320,440	.97	320,440
Home Insur Group-Combined (320440)			
8. Johnson, Leland F#	314,310	.95	314,310
9. INA Corp<	300,480	.90	300,480
INA Insur Cos/Fds-Combined (300480)			
10. Rothschild Family Group (France-England)	285,754	.86	280,710
Bank of California NA (8184)			
New Court Capital Mngt Inc (277570)			
11. FMR Corp	279,600	.84	279,600
Fidelity Mngt & Research Co* (279600)			
12. Lincoln National Corp<	236,865	.71	236,865
Lincoln Natl Insur/Fds-Combined (236865)			
13. Bristol, John W Interests	236,800	.71	236,800
Bristol (John W) & Co Inc (236800)			
14. First Union Bancorp	208,753	.63	203,753
15. Century Capital Associates	208,000	.62	-
16. Oppenheimer & Co+	205,000	.61	150,000
17. Provident National Corp<	182,422	.55	139,485
18. St Paul Companies Inc<	176,600	.53	27,400
St Paul Insur Cos/Fds-Combined (176600)			
19. Harvard University	173,924	.52	173,924
20. Travelers Corp<	169,300	.51	169,000
21. Mackay-Shields Financial Corp	169,100	.50	169,100
22. Manufacturers Hanover Corp<	160,284	.48	32,323
23. Swiss Reinsurance Co (Switzerland) (128500)	152,500	.45	152,500
North American Reassurance Corp (24000)			
24. Girard Co	151,421	.45	66,385
25. First National Bancorp Inc	145,750	.43	350
26. State Mtl Life Assur Co of America	144,000	.43	114,000
State Mtl Life Insur/Fds-Combined (144000)			
27. Invesco Capital Mngt Inc	140,000	.42	-
28. Criteron Management Corp	133,670	.40	133,670
29. Baring Brothers Inc (England)	132,800	.39	70,000
Endowment Management & Res Co* (132800)			
30. Yale University	130,000F	.39	130,000F
31. Morgan (J P) & Co Inc<	127,000	.38	47,000
32. Delaware Management Co Inc*	126,100	.37	126,100

CONTINUED ON NEXT PAGE

Business Lines

Business Lines	Percent Op Rev	Percent Income
Oil & Gas Production	28%	63%
Oil Refin & Marketing	44	21
Metal Mining	22	4
Sulfur, Potash Mining	10	12
Inter-co Trans, Other	(4)	1
TOTAL ($ millions)	$1,553	$296a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	32,865	1	32,865	43,498
TOTAL VOTES (000'S)			32,865	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Baker & Botts, TX	GC	na	'78
Smathers, Symington, DC	WR	na	'78

Investment Bank

Investment Bank	Service
White Weld & Co Inc, NY	DL
Lehman Brothers Inc, NY	DC

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 19.73% OF STOCK
TOP 10 HOLDERS CONTROL 25.43% OF STOCK
TOP 15 HOLDERS CONTROL 28.99% OF STOCK
TOP 20 HOLDERS CONTROL 31.75% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
33. Ivory & Sime Ltd (England)	120,260	.36	120,260
Atlantic Assets Trust Ltd (120260)			
34. Tisch Family Group	110,000	.32	110,000
CNA Insur Cos/Fds-Combined (110000)			
35. Brown Bros Harriman & Co	108,955	.32	39,000
36. General Electric Co	100,000	.29	100,000
Elfun Trusts (100000)			
37. Dreyfus Corp*	100,000	.29	-
38. Ford Foundation	100,000	.29	100,000
39. Republic of Texas Corp<	98,543	.29	98,543
40. Sass (Martin D)	85,080	.25	83,150
41. Forstmann-Leff Associates	79,000	.23	79,000
42. Kirby Family Group-Alleghany Corp<	78,200	.23	71,700
Investors Diversified Ser Inc* (6500)			
IDS Funds-Combined (71700)			
43. Northwestern Mutual Life Insur Co	77,848	.23	77,848
44. Columbia Management Co*	74,300	.22	74,300
45. American General Insurance Co<	70,000	.20	70,000
American Genl Insur Co-Combined (70000)			
46. Princeton University	66,374M	.19	66,374M
47. Union Carbide Corp	66,200	.19	66,200
48. Kerr, Baine P#	64,814	.19	64,814
TOTALS	13,545,700	41.22%	11,226,924

PEOPLES GAS

122 S. Michigan Ave., Chicago, IL 60603
(312) 431-4000

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. First Chicago Corp<	502,183	1.91	485,126
2. TIAA-CREF	401,837	1.53	401,837
College Retirement Equities Fund (372504)			
Teachers Insurance & Annuity Assn (29333)			
3. Northern Trust Corp	387,551	1.47	269,118
4. Clevetrust Corp	381,730	1.45	319,628
5. Ford Foundation	293,349	1.11	293,349
6. Minnesota State Board of Investment	290,331K	1.10	290,331K
7. Heller (Walter E) International Corp	274,998	1.04	244,751
American Natl Bk & Tr Co/Chicago (274998)			
8. Lincoln National Corp<	240,451	.90	240,451
Lincoln Natl Insur/Fds-Combined (240451)			
9. Harris Bankcorp Inc	208,000	.78	66,000
10. Harvard University	199,107	.75	199,107
11. Morgan (J P) & Co Inc<	196,000	.73	46,000
12. Batterymarch Financial Mngt Corp	193,027	.72	193,027
13. Chemical New York Corp	192,880	.72	133,820
14. Wertheim & Co Inc	168,012	.63	168,012
15. Neuberger & Berman+	152,178	.57	-
Neuberger & Berman Management Inc* (152178)			
16. FMR Corp	150,000	.56	150,000
Fidelity Mngt & Research Co* (150000)			
17. Robeco (Holland)	150,000	.56	150,000
18. Charter New York Corp (1565)	133,209	.50	125,444
Irving Trust Co (131644)			
19. Continental Illinois Corp	120,542	.45	34,709
20. American Express Co<	113,332	.42	113,332
American Exp Insur Cos-Combined (113332)			
21. State Street Boston Corp	105,533	.39	105,533
22. Farmers Group Inc<	103,329	.38	103,329
Farmers Group Insur Cos-Combined (103329)			
23. Wells Fargo & Co	86,695	.32	86,695
24. American General Insurance Co<	84,000	.31	84,000
American Genl Insur Co-Combined (84000)			
25. Bristol, John W Interests	72,052	.26	72,052
Bristol (John W) & Co Inc (72052)			
26. Illinois State Teachers Retir System	70,000F	.26	70,000F
27. First Pennsylvania Corp	64,541	.25	16,692
28. Chase Manhattan Corp	62,363	.23	14,224
29. Bank of New York Co Inc	59,999	.22	59,916
30. Warburg (E M) Pincus & Co Inc	59,582	.22	-
EMW Counsellors Inc (59582)			
31. New York City Comptroller's Office	58,932K	.21	58,932K
32. Bankers Trust New York Corp	56,485	.20	53,653
33. United Services Automobile Assoc	55,000	.20	55,000
USAA Investment Mngt Co (55000)			
34. Scudder Stevens & Clark Co*	54,268	.20	26,666
35. New York City Teachers Retirement System	54,266F	.20	54,266F
36. Crum & Forster<	53,998	.20	53,998
Crum & Forster Insur Cos-Combined (53998)			
TOTALS	5,849,760	22.21%	4,838,998

Business Lines

	Percent Op Rev	Percent Income
Gas-Wholesale	47%	na
-Residential	27	na
-Commercial, Ind	19	na
-Other	1	na
Coal, Other	5	na
TOTAL ($ millions)	$1,879	$130c

Stock Class

	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	26,336G	1	26,336	62,424
TOTAL VOTES (000'S)			26,336	

Counsel/Wash Rep

	Serv	Fee (000)	Year
Hopkins, Sutter, IL	LC	na	'78
Ross, Hardies, O'Keefe, Il	LT	$ 27	'78

Investment Bank

	Service
First Boston Corp, NY	CL, DC
Bache Halsey Stuart, NY	CC, DC
Dillon, Read & Co, NY	MG, CC, DL

Accountant

Arthur Andersen & Co, IL

NAME CHANGE: In 1-80 Company changed its name to Peoples Energy Corp.

Concentration

TOP 5 HOLDERS CONTROL 7.47% OF STOCK
TOP 10 HOLDERS CONTROL 12.07% OF STOCK
TOP 15 HOLDERS CONTROL 15.50% OF STOCK
TOP 20 HOLDERS CONTROL 18.03% OF STOCK

PHELPS DODGE

300 Park Ave., New York, NY 10022
(212) 940-6400

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Dupont Family Interests	885,000	4.28	-
Du Pont (E I) de Nemours & Co Inc (885000)			
2. Lord Abbett & Co*	629,700	3.04	629,700
3. Morgan (J P) & Co Inc<	540,000	2.61	357,000
4. First International Bancshares Inc	364,823	1.76	364,823
5. Ohio Public Employees Retir System	300,000M	1.45	300,000M
6. Alabama Bancorp	259,121	1.25	259,121
7. Continental Corp<	231,634	1.12	231,634
8. Bank of New York Co Inc	214,574	1.04	213,576
9. United Banks of Colorado Inc	208,290	1.01	73,540
10. Crum & Forster<	152,100	.73	152,100
Crum & Forster Insur Cos-Combined (152100)			
11. Wells Fargo & Co	151,782	.72	151,782
12. New York Life Insurance Co	143,200	.68	143,200
13. Northwestern Mutual Life Insur Co	134,400	.64	134,400
14. United States Fidelity & Guaranty Co	129,800	.62	129,800
15. Brundage Story & Rose	126,745	.60	126,745
16. Los Angeles County Employees Retir Assoc	120,000M	.57	120,000M
17. New York City Comptroller's Office	116,800K	.55	116,800K
18. Manufacturers Hanover Corp<	110,116	.52	109,564
19. Texas Commerce Bancshares Inc	108,450	.51	3,450
20. Neuberger & Berman+	102,900	.50	-
Neuberger & Berman Management Inc* (102900)			
21. Atlantic Richfield Co	100,000	.47	100,000
22. United Corporations Ltd-Canada (60200)	99,400	.47	99,400
Royfund Ltd (39200)			
23. Royal Insurance Co Ltd (England)	91,000	.43	91,000
Royal Insurs Cos-Combined (91000)			
24. Madison Fund Inc	75,000	.35	75,000
25. Bankers Trust New York Corp	70,412	.33	68,512
26. American Express Co<	65,000	.30	65,000
American Exp Insur Cos-Combined (65000)			
27. Citicorp<	61,622	.29	27,340
28. American Family Corp<	60,134	.28	60,134
American Family Life Assur Co (60134)			
29. Girard Co	52,891	.25	30,681
30. Pitcairn Family Interests	50,000	.23	50,000
Pitcairn Co (50000)			
31. Schroders Ltd< (England)	49,100	.23	48,500
Schroder Naess & Thomas* (49100)			
32. New York State Common Retirement Fund	45,800L	.21	45,800L
33. North American Life Assur Co (Canada)	45,500	.21	45,500
34. Heller (Walter E) International Corp	41,420	.19	30,655
American Natl Bk & Tr Co/Chicago (41420)			
TOTALS	5,936,714	28.69%	4,454,757

Business Lines

Business Lines	Percent Op Rev	Percent Income
Copper Mining, Ref	44%	79%
Copper Products	51	27
Uranium Mining	4	(7)
TOTAL ($ millions)	$1,007	$80a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	20,691	1	20,691	42,861
TOTAL VOTES (000'S)			20,691	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Debevoise, Plimpton, NY	GC	na	'78
Evans, Kitchel, AZ	LC	na	'78
Ely Law Offices, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Morgan Stanley & Co, NY	DL
Goldman Sachs & Co, NY	DA, PA

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 13.14% OF STOCK
TOP 10 HOLDERS CONTROL 18.29% OF STOCK
TOP 15 HOLDERS CONTROL 21.61% OF STOCK
TOP 20 HOLDERS CONTROL 24.31% OF STOCK

PHILADELPHIA ELECTRIC

2301 Market St., Philadelphia, PA 19101
(215) 841-4000

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	30%	92%
-Ind, Comm	54	
Gas	13	7
Steam	3	1
TOTAL ($ millions)	$1,457	$242a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	76,513	1	76,513	241,998
TOTAL VOTES (000'S)			76,513	

Counsel/Wash Rep	Serv	Fee (000)	Year
Ballard, Spahr, PA	SC	na	'74

Investment Bank	Service
Drexel Burnham, NY	CL, DL, PL
First Boston Corp, NY	CC, DC, PC

Accountant

Coopers & Lybrand, NY

Concentration

TOP 5 HOLDERS CONTROL 3.63% OF STOCK
TOP 10 HOLDERS CONTROL 3.88% OF STOCK
TOP 15 HOLDERS CONTROL 3.88% OF STOCK
TOP 20 HOLDERS CONTROL 3.88% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Philadelphia National Corp	1,205,692	1.58	1,205,692
2. Provident National Corp<	644,907	.83	623,955
3. Girard Co	430,063	.55	343,456
4. First Pennsylvania Corp	280,698	.36	163,610
5. Wells Fargo & Co	213,916	.27	213,916
6. Citicorp<	190,850	.25	18,246
TOTALS	2,966,126	3.88%	2,568,875

PHILLIPS PETROLEUM

Phillips Bldg., Bartlesville, OK 74004
(918) 661-6600

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. First National Bank in Bartlesville	10,684,544	6.92	10,684,544
Phillips Petroleum Thrift Plan/12117 Pcts (10020983)			
2. Citicorp<	3,579,234	2.32	1,365,680
3. Manufacturers Hanover Corp<	3,025,680	1.96	1,624,269
4. Capital Group Inc	2,206,200	1.43	467,500
Capital Research & Management Co* (952300)			
Capital Guardian Trust Co (1253900)			
5. California Public Emps & Teachers Retir Sys	2,137,100L	1.38	2,137,100L
6. Mellon National Corp	1,738,165	1.13	914,739
7. Dupont Family Interests	1,720,118	1.11	384,648
Du Pont (E I) de Nemours & Co Inc (1065000)			
Wilmington Trust Co (655118)			
8. Bank of New York Co Inc	1,636,609	1.06	1,422,932
9. TIAA-CREF	1,588,000	1.03	1,588,000
College Retirement Equities Fund (1540000)			
Teachers Insurance & Annuity Assn (48000)			
10. Wells Fargo & Co	1,260,669	.81	1,260,669
11. FMR Corp	1,101,300	.70	1,101,300
Fidelity Mngt & Research Co* (1101300)			
12. Kirby Family Group-Alleghany Corp<	1,044,000	.67	1,032,000
Investors Diversified Ser Inc* (12000)			
IDS Funds-Combined (1032000)			
13. Kemper Family Group	1,007,316	.64	1,007,316
Kemper Financial Services Inc* (991316)			
Kemper Insur Cos-Combined (16000)			
14. Fidelcor Inc	992,919	.63	992,919
15. Northern Trust Corp	982,114	.63	791,643
16. Equitable Life Assur Society of US	959,500	.61	959,500
17. Ford Foundation	931,500	.59	931,500
18. Scudder Stevens & Clark Co*	905,812	.58	180,000
19. Massachusetts Financial Services Inc*	892,500	.57	892,500
20. Connecticut General Insurance Corp	823,900	.52	602,500
Conn Genl Insur Cos/Fds-Combined (823900)			
21. Chase Manhattan Corp	810,241	.51	702,028
22. U S Trust Corp	793,316	.50	643,716
23. Lord Abbett & Co*	785,800	.50	785,800
24. Aetna Life & Casualty Co	779,778	.50	779,778
Aetna Insur Cos/Fds-Combined (779778)			
25. Rowe Price (T) & Associates Inc*	729,558	.46	138,700
26. New York State Teachers Retir Fund	706,800Y	.45	706,800Y
27. Seligman (J & W) & Co+	700,000	.44	700,000
Union Service Corp*			
National Investors Corp (400000)			
Tri-Continental Corp (300000)			
28. First Union Bancorp	688,102	.44	673,067
29. New York State Common Retirement Fund	670,100L	.42	670,100L
30. State Street Research & Management Co*	655,600	.41	586,600
31. Marine Midland Banks Inc	648,098	.41	648,098
32. First International Bancshares Inc	625,832	.40	624,832
33. General Electric Co	624,000	.39	624,000
General Electric Pension Trust (624000)			

CONTINUED ON NEXT PAGE

Business Lines

Business Lines	Percent Op Rev	Percent Income
Crude Oil	25%	97%
Natural Gas	12	
Gasoline	23	
Coal, Uranium	20	(3)
Chemicals	20	6
TOTAL ($ millions)	$6,998	$1,466a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	154,427	1	154,427	122,624
TOTAL VOTES (000'S)			154,427	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Clifford, Glass#, DC	LC	$195	'78
Sullivan & Cromwell#, NY	LC	na	'78

Investment Bank

Investment Bank	Service
First Boston Corp, NY	DL
Morgan Stanley & Co, NY	DV

Accountant

Arthur Young & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 14.01% OF STOCK
TOP 10 HOLDERS CONTROL 19.15% OF STOCK
TOP 15 HOLDERS CONTROL 22.47% OF STOCK
TOP 20 HOLDERS CONTROL 25.40% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
34. United States Steel Corp	614,776	.39	614,776
US Steel & Carnegie Pension Tr (614776)			
35. CBT Corp	603,637	.38	557,337
36. Girard Co	603,149	.38	388,715
37. Morgan (J P) & Co Inc<	592,000	.37	77,000
38. First Bank System Inc	572,861	.36	486,911
39. Brown Bros Harriman & Co	558,933	.35	373,900
40. First Pennsylvania Corp	549,870	.35	447,225
41. Crocker National Corp	539,160	.34	257,060
42. Wachovia Corp	523,428	.33	429,259
43. John Hancock Mutual Life Insur Co	511,440	.32	511,440
44. Hospital Trust Corp	511,288	.32	507,946
45. Western Bancorporation<	502,922	.32	490,488
46. Continental Illinois Corp	493,217	.31	378,393
47. Mackay-Shields Financial Corp	474,000	.30	474,000
48. Northwest Bancorporation< (204630)	444,326	.28	412,546
Northwestern Natl Bk Minneapolis (239696)			
49. Republic of Texas Corp<	431,910	.27	424,510
50. Minnesota State Board of Investment	429,000K	.27	429,000K
51. Bankers Trust New York Corp	418,731	.26	395,347
52. American Security Corp (D C)	403,411	.25	403,411
53. Marsh & Mclennan Cos Inc<	403,400	.25	237,400
Putnam Management Co* (403400)			
54. Robeco (Holland)	400,000	.25	400,000
55. Ohio Public Employees Retir System	400,000M	.25	400,000M
56. Bethlehem Steel Corp	397,600	.25	397,600
Bethlehem Steel Corp Pension Pl (397600)			
57. New York City Comptroller's Office	390,600K	.25	390,600K
58. Heller (Walter E) International Corp	388,109	.25	332,168
American Natl Bk & Tr Co/Chicago (388109)			
59. Mercantile Bankshares Corp<	387,054	.25	188,285
60. Pittsburgh National Corp	378,232	.23	367,602
61. Bjurman (George D) & Associates	355,000	.22	355,000
62. Provident National Corp<	336,881	.21	292,705
63. Clevetrust Corp	329,141	.20	323,855
64. Detroitbank Corp	328,104	.20	321,204
65. Heritage Wisconsin Corp	325,221	.20	58,961
66. Texas, University of	318,200	.20	318,200
67. Texas Teachers Retir System	314,900	.19	314,900
TOTALS	63,664,906	41.23%	51,382,522

PIONEER CORP

301 Taylor St., Amarillo, TX 79163
(806) 378-3300

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Prudential Insurance Co of Am	536,940	5.87	536,940
2. First National Bank of Amarillo TX	223,474K	2.44	223,474K
Pioneer Thrift P1/1195 Pcts (223474)			
3. Republic of Texas Corp<	193,778	2.12	193,778
4. Oppenheimer & Co+	183,900	2.01	183,200
5. Batterymarch Financial Mngt Corp	176,900	1.94	176,900
6. BEA Associates Inc	165,700	1.81	165,700
7. First Bank System Inc	146,471	1.60	109,301
8. Jones, Laurence R Jr & Family#	138,404	1.51	138,404
9. Robeco (Holland)	100,000	1.09	100,000
10. First National Charter Corp	85,490	.93	65,280
11. Cornell University	83,000M	.90	83,000M
12. First International Bancshares Inc	68,183	.75	66,883
13. Provident National Corp<	66,164	.71	29,264
14. Stein Roe & Farnham*	61,500	.66	-
15. Liberty National Corp	58,544	.63	58,544
Liberty Natl Bk & Tr Co of Oakl (58544)			
16. American General Insurance Co<	40,000	.43	40,000
American Genl Insur Co-Combined (40000)			
17. Bush Foundation	40,000M	.43	40,000M
18. Chicago, University of	36,000	.38	36,000
19. New York State Common Retirement Fund	34,400L	.37	34,400L
20. Andrecom Advisors Corp	32,000	.34	32,000
21. Wall, C I#	28,430	.30	28,430
22. Texas American Bancshares Inc	24,605	.26	24,605
23. Researve Life Insurance Co	19,200	.20	19,200
Midland National Life Insur Co (19200)			
24. First National Bancorp Inc	19,060	.20	1,060
25. Smith, Burton P#	18,479	.19	18,479
TOTALS	2,580,622	28.23%	2,404,842

Business Lines

Business Lines	Percent Op Rev	Percent Income
Gas Transmission	55%	5%
Oil & Gas Production	20	75
Oil & Constr Equip	24	5
Uranium & Other	9	14
Inter-co Trans	(8)	1
TOTAL ($ millions)	$556	$74a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	9,142	1	9,142	13,051
TOTAL VOTES (000'S)			9,142	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Locke, Purnell, Boren#, TX	LC	$102	'78
Wildman, Harrold, IL	LC	na	'78

Investment Bank

Service

Not Available

Accountant

Arthur Young & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 14.38% OF STOCK
TOP 10 HOLDERS CONTROL 21.34% OF STOCK
TOP 15 HOLDERS CONTROL 25.03% OF STOCK
TOP 20 HOLDERS CONTROL 27.03% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Morgan (J P) & Co Inc<	2,890,000	7.71	2,188,000
2. Chase Manhattan Corp	1,217,587	3.25	1,217,587
Pittston Savings-Investment Pl (1217587)			
3. Kirby Family Group#	874,820	2.33	874,820
Kirby, F M & Assoc (446175)			
Alleghany Corp (428645)			
4. Citicorp<	701,531	1.87	345,300
5. Bank of New York Co Inc	681,668	1.82	491,259
6. Massachusetts Financial Services Inc*	657,904	1.76	657,904
7. Bankers Trust New York Corp	461,024	1.23	453,181
8. New York State Common Retirement Fund	379,240L	1.01	379,240L
9. Continental Corp<	367,473	.97	367,473
10. Robeco (Holland)	357,000	.94	357,000
Rolinco (357000)			
11. Travelers Corp<	337,145	.89	276,052
12. Alabama Bancorp	307,602	.81	307,602
13. First Chicago Corp<	231,641	.61	212,379
14. United States Steel Corp	220,800	.58	220,800
US Steel & Carnegie Pension Tr (220800)			
15. State Mtl Life Assur Co of America	219,271	.58	170,636
State Mtl Life Insur/Fds-Combined (219271)			
16. Girard Co	211,253	.55	154,333
17. New York City Comptroller's Office	207,500K	.54	207,500K
18. New York Life Insurance Co	203,817	.53	203,817
19. City Investing Co<	200,000	.52	200,000
Home Insur Group-Combined (200000)			
20. Argus Research Corp	182,000	.48	91,000
Argus Investors Counsel Inc (182000)			
21. Aetna Life & Casualty Co	181,690	.47	180,490
Aetna Insur Cos/Fds-Combined (181G90)			
22. Chemical New York Corp	179,572	.47	150,434
23. Wells Fargo & Co	177,708	.46	177,708
24. Provident National Corp<	176,335	.46	165,249
25. Minnesota State Board of Investment	172,127K	.45	172,127K
26. Northwestern Mutual Life Insur Co	161,616	.42	161,616
27. Manufacturers Hanover Corp<	159,127	.41	151,833
28. First Kentucky Natl Corp	138,349	.36	119,103
29. Northwest Bancorporation< (10495)	137,563	.36	131,563
Northwestern Natl Bk Minneapolis (127068)			
30. Heller (Walter E) International Corp	131,431	.34	94,463
American Natl Bk & Tr Co/Chicago (131431)			
31. Dupont Family Interests	107,441	.28	15,141
Du Pont (E I) de Nemours & Co Inc (92300)			
Wilmington Trust Co (15141)			
32. State Street Research & Management Co*	105,000	.27	30,000
33. Young Mens Christian Assoc Retir Fund	103,405	.27	103,405
34. Camicia, N T#	102,722	.26	102,722
35. Cornell University	100,000M	.26	100,000M
36. Security New York State Corp	98,945	.25	75,124
37. Harris Bankcorp Inc	94,000	.25	78,000
38. First Union Bancorp	93,239	.25	84,239
TOTALS	13,329,546	35.56%	11,469,100

PITTSTON CO

1 Pickwick Plz., Greenwich, CT 06830
(203) 622-0900

Business Lines

Business Lines	Percent Op Rev	Percent Income
Oil Transportation	51%	52%
Coal Mining	37	6
Armored Car	10	36
Warehousing	2	7
TOTAL ($ millions)	$1,344	$30a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	37,481	1	37,481	21,884
TOTAL VOTES (000'S)			37,481	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Donovan, Leisure, NY	GC	na	'78

Investment Bank

Investment Bank	Service
Merrill Lynch W Weld, NY	MG, DM
Warburg Paribas, IL	DM

Accountant

Peat, Marwick, Mitchell & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 16.98% OF STOCK
TOP 10 HOLDERS CONTROL 22.91% OF STOCK
TOP 15 HOLDERS CONTROL 26.43% OF STOCK
TOP 20 HOLDERS CONTROL 29.11% OF STOCK

POGO PRODUCING

707 McKinney, Houston, TX 77002
(713) 651-4300

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. State Farm Mutl Automobile Insur Co	1,912,900	7.52	1,912,900
State Farm Investment Mngt Corp* (445900)			
State Farm Insur Cos-Combined (1467000)			
2. Marsh & Mclennan Cos Inc<	717,600	2.82	717,600
Eberstadt Asset Mngt Inc* (717600)			
3. Metropolitan Life Insurance Co	624,000	2.45	624,000
4. Citicorp<	588,813	2.31	508,633
5. Rothschild Family Group (France-England)	538,330	2.11	534,130
Bank of California NA (2000)			
New Court Capital Mngt Inc (536330)			
6. BEA Associates Inc	535,400	2.10	535,400
7. Sarofim (Fayez) & Co	495,270	1.95	495,270
8. Oppenheimer & Co+	465,500	1.83	447,800
9. Robeco (Holland)	400,000	1.57	400,000
Rolinco (400000)			
10. Morgan (J P) & Co Inc<	340,000	1.34	3,000
11. Chestnutt Corp*	262,500	1.03	262,500
American Investors Fund Inc (262500)			
12. City Investing Co<	250,000	.97	250,000
Home Insur Group-Combined (250000)			
13. Madison Fund Inc	200,000	.78	200,000
14. Sass (Martin D)	188,781	.73	161,500
15. Florida State Board of Administration	165,000L	.64	165,000L
16. Travelers Corp<	150,000	.58	150,000
17. Dreyfus Corp*	150,000	.58	-
18. Rice University	100,000	.38	100,000
19. Aetna Life & Casualty Co	98,670	.38	98,670
Aetna Insur Cos/Fds-Combined (98670)			
20. Liedtke, William C Jr & Assoc#	88,214	.34	88,214
21. Swiss Credit Bank	84,000	.32	84,000
Credit Suisse Fonds-Internl (84000)			
22. National City Corp	81,000	.31	28,000
23. Stone, W Clement Family Interests	75,000	.28	75,000
Combined Insur Cos-Combined (75000)			
24. Lehman Brothers Kuhn Loeb Inc	72,000	.27	-
25. Girard Co	70,590	.27	63,190
26. Stein Roe & Farnham*	55,250	.21	50,000
TOTALS	8,706,818	34.21%	7,954,807

Business Lines

Business Lines	Percent Op Rev	Percent Income
Natural Gas	61%	na
Crude Oil, LNG	39	na
TOTAL ($ millions)	$144	$35c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	25,454	1	25,454	16,980
TOTAL VOTES (000'S)			25,454	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Baker & Botts#, TX	LC	$244	'78

Investment Bank

Investment Bank	Service
Lehman Kuhn Loeb, NY	DA

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 17.21% OF STOCK
TOP 10 HOLDERS CONTROL 26.00% OF STOCK
TOP 15 HOLDERS CONTROL 30.19% OF STOCK
TOP 20 HOLDERS CONTROL 32.49% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Lazard Freres & Co	600,800	1.48	594,200
2. First Pennsylvania Corp	423,945	1.04	370,517
3. Kirby Family Group-Alleghany Corp< Investors Diversified Ser Inc* IDS Funds-Combined (384517)	384,517	.94	384,517
4. Financial General Bankshares Inc Potomac Electric Power ESOP-3827 (358726)	358,726	.87	-
5. Mercantile Bancorporation Inc	263,484	.64	263,484
6. Tisch Family Group CNA Insur Cos/Fds-Combined (196100)	196,100	.47	196,100
7. Continental Investment Corp< Waddell & Reed Fds-Combined (183071)	183,071	.44	183,071
8. Lord Abbett & Co*	165,011	.40	165,011
9. American Security Corp (D C)	153,988	.37	153,988
10. Northwestern Mutual Life Insur Co	142,531	.34	142,531
11. Crocker National Corp	102,814	.25	101,184
12. Wellington Management Co*	100,817	.25	-
13. Stone, W Clement Family Interests Combined Insur Cos-Combined (100400)	100,400	.25	100,400
14. Riggs National Bank	92,527	.22	91,620
15. National Savings & Trust Co	91,296	.21	91,296
TOTALS	3,360,027	8.26%	2,837,919

POTOMAC ELEC POWER

1900 Penn. Ave. N.W., Washington, DC 20068
(202) 872-2449

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	26%	na
-Comm, Ind	68	na
-Other	7	na
TOTAL ($ millions)	$715	$79c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	40,665	1	40,665	122,759
TOTAL VOTES (000'S)			60,665	

Counsel/Wash Rep	Serv	Fee (000)	Year
Hamilton & Hamilton, DC	WR	na	'78
LeBoeuf, Lamb, Leiby, NY	SC	na	'79
Reid & Priest, NY	WR	na	'78

Investment Bank	Service
Merrill Lynch W Weld, NY	CL, PA
Brown (Alex) & Sons, MD	CC
Goldman Sachs & Co, NY	CC

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 5.00% OF STOCK
TOP 10 HOLDERS CONTROL 7.06% OF STOCK
TOP 15 HOLDERS CONTROL 8.26% OF STOCK
TOP 20 HOLDERS CONTROL 8.26% OF STOCK

PUBLIC SERVICE OF CO

550 15th St., Denver, CO 80202
(303) 571-7511

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS Investment Authority Number of Shares	 % of Total	 Voting Power
1. Harris Bankcorp Inc	1,229,000	4.20	1,137,000
2. Seligman (J & W) & Co+	485,000	1.66	485,000
Union Service Corp*			
Broad Street Investing Corp (200000)			
Tri-Continental Corp (200000)			
Union Income Fund Inc (85000)			
3. Texas Teachers Retir System	435,600	1.49	435,600
4. City Investing Co<	419,400	1.43	419,400
Home Insur Group-Combined (419400)			
5. Kirby Family Group-Alleghany Corp<	400,000	1.37	400,000
Investors Diversified Ser Inc*			
IDS Funds-Combined (400000)			
6. Hospital Trust Corp	320,809	1.10	319,425
7. Wisconsin Investment Board	250,000	.84	250,000
8. Connecticut General Insurance Corp	226,800	.77	226,800
Conn Genl Insur Cos/Fds-Combined (226800)			
9. FMR Corp	210,000	.71	210,000
Fidelity Mngt & Research Co* (210000)			
10. First Union Bancorp	203,378	.69	200,374
11. Mercantile Bancorporation Inc	185,787	.63	185,787
12. First Bank System Inc	179,767	.60	156,767
13. American General Insurance Co<	166,872	.56	166,872
American Genl Insur Co-Combined (166872)			
14. Robeco (Holland)	155,000	.52	155,000
15. Lord Abbett & Co*	153,000	.51	153,000
16. INA Corp<	146,000	.50	146,000
INA Insur Cos/Fds-Combined (146000)			
17. Tisch Family Group	125,700	.42	125,700
CNA Insur Cos/Fds-Combined (125700)			
18. Northwestern Mutual Life Insur Co	117,000	.39	117,000
19. National City Corp	116,000	.39	111,000
20. Riggs National Bank	115,273	.38	115,273
21. Hartford National Corp	109,594	.36	101,094
22. First National Cincinnati Corp	102,936	.34	101,736
23. Colorado National Bankshares Inc	101,782	.34	99,187
24. First National Bancorp Inc	101,001	.34	73,683
25. American Express Co<	100,000	.33	100,000
American Exp Insur Cos-Combined (100000)			
26. Stone, W Clement Family Interests	100,000	.33	100,000
Combined Insur Cos-Combined (100000)			
27. Kresge Foundation	100,000	.33	100,000
28. Fifth Third Bank	96,228	.32	96,228
29. Industrial National Corp	95,931	.32	78,450
30. Phoenix Mutual Life Insurance Co	82,970	.27	-
31. Lincoln First Banks Inc	81,334	.27	77,450
32. Affiliated Bankshares of Colorado Inc	79,326	.26	70,633
33. Monarch Capital Corp	79,000	.26	79,000
34. Idaho First National Bk	73,200	.25	73,200
35. First Pennsylvania Corp	70,335	.23	46,358
36. Northwest Bancorporation<	69,897	.23	61,867
37. First Wisconsin Corp	63,789	.21	63,789
TOTALS	7,147,709	24.44%	6,838,673

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	19%	
-Commercial	21	94%
-Industrial, Other	18	
Gas-Residential	19	6
Other Gas, Other	23	
TOTAL ($ millions)	$730	$119a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	29,250	1	29,250	54,867
TOTAL VOTES (000'S)			29,250	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Kelly, Stansfield#, CO	GC	$871	'78
Reid & Priest, NY	WR	na	'78
Leonard, Cohen, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Merrill Lynch W Weld, NY	CL, DC, PL
Kidder, Peabody & Co, NY	CC, DL, PC

Accountant

Arthur Young & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 10.15% OF STOCK
TOP 10 HOLDERS CONTROL 14.29% OF STOCK
TOP 15 HOLDERS CONTROL 17.16% OF STOCK
TOP 20 HOLDERS CONTROL 19.28% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. TIAA-CREF College Retirement Equities Fund (578475) Teachers Insurance & Annuity Assn (107000)	685,475	1.07	685,475
2. Boston Company Inc<	641,604	1.00	22,412
3. Prudential Insurance Co of Am	468,301	.72	468,301
4. Tisch Family Group CNA Insur Cos/Fds-Combined (425475)	425,475	.65	425,475
5. Continental Corp<	392,990	.60	392,990
6. First Jersey National Corp Public Service Electric Gas ESOP & TRASOP-13000 Pcts (388118)	388,118	.60	-
7. Continental Investment Corp< Waddell & Reed Fds-Combined (284463)	284,463	.43	284,463
8. Bank of New York Co Inc	265,444	.40	157,490
9. Illinois State Board of Investment	220,000K	.33	220,000K
10. Provident National Corp<	211,613	.32	174,078
11. Citicorp<	202,160	.31	10,717
12. Wells Fargo & Co	198,294	.30	198,294
13. First International Bancshares Inc	181,634	.27	181,634
14. Manufacturers Hanover Corp<	178,002	.27	148,438
15. New York State Common Retirement Fund	173,598L	.26	173,598L
16. Dreyfus Corp*	150,000	.22	-
17. City Investing Co< Home Insur Group-Combined (145000)	145,000	.22	145,000
18. Bankers Trust New York Corp	133,793	.20	127,003
19. Morgan (J P) & Co Inc<	129,000	.19	54,000
TOTALS	5,474,964	8.54%	3,869,368

PUBLIC SERV ELEC & GAS

80 Park Pl., Newark, NJ 07101
(201) 430-7000

Business Lines

	Percent Op Rev	Percent Income
Electricity-Residential	23%	83%
-Commercial	26	
-Industrial, Other	22	
Gas-Residential	18	17
-Other	11	
TOTAL ($ millions)	$2,220	$467a

Stock Class

	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	64,120	1	64,120	220,739
TOTAL VOTES (000'S)			64,120	

Counsel/Wash Rep

	Serv	Fee (000)	Year
Ballard, Spahr, PA	SC	na	'79
Conner, Moore, DC	WR	na	'78
McGee & Ketcham, DC	WR	na	'78

Investment Bank

	Service
Merrill Lynch W Weld, NY	CL, DL, PL
Kidder, Peabody & Co, NY	CC, DC, PC

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 4.08% OF STOCK
TOP 10 HOLDERS CONTROL 6.21% OF STOCK
TOP 15 HOLDERS CONTROL 7.67% OF STOCK
TOP 20 HOLDERS CONTROL 8.54% OF STOCK

QUAKER STATE OIL REF

255 Elm St., Oil City, PA 16301
(814) 676-0661

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Dreyfus Corp*	628,600	3.62	628,600
2. Berry, James D Jr & Family#	562,842	3.24	562,842
3. Rowe Price (T) & Associates Inc*	557,750	3.21	123,900
4. Northwest Pennsylvania Bank & Trust Co	458,794	2.64	458,794
Quaker State Oil Refining Thrift & Stock Purchase Pl/996 Pcts (458794)			
5. Sears Roebuck & Co	454,200	2.62	454,200
Allstate Insur Cos/Fds-Combined (454200)			
6. Batterymarch Financial Mngt Corp	416,400	2.40	416,400
7. Capital Group Inc	380,000	2.19	75,000
Capital Research & Management Co* (285000)			
Capital Guardian Trust Co (95000)			
8. Torray, Clark & Co Inc	351,400	2.02	-
9. Bradford-Hull Family Interests	348,541X	2.01	348,541X
Bradford, Thomas N & Fam (179416)			
Hull,Charlton D & Fam (93736)			
Bradford-Hull Fam-Other (75389)			
10. Richey-Rushton Family Interests#	287,705	1.66	287,705
Richey, Herbert S & Fam (47625)			
Rushton, Alvey B & Fam (101681)			
Richey-Rushton Fam-Other (138399)			
11. Richardson, George T Family Interests	201,760Y	1.16	201,760Y
Interprovincial Trading Corp Ltd (10027)			
Kamarin Investments Ltd (48450)			
Senga Ltd (47761)			
Valley Investments Ltd (47761)			
Westmead Ltd (47761)			
12. New York State Common Retirement Fund	197,400L	1.14	197,400L
13. Lehman Brothers Kuhn Loeb Inc	164,840	.94	161,600
14. Oppenheimer & Co+	157,200	.90	-
15. Manufacturers National Corp	130,871	.75	27,971
16. Wilkins & Nanovic Associates	82,000	.46	82,000
17. Wellington Management Co*	81,050	.46	60,000
18. Dupont Family Interests	76,620	.43	76,620
Wilmington Trust Co (76620)			
19. Forker, Lee R#	70,849	.40	70,849
20. Century Banks Inc (Florida)	66,700	.37	66,700
21. First Pennsylvania Corp	64,558	.36	19,100
22. Delaware, University of	62,500K	.35	62,500K
23. Clevetrust Corp	58,861	.33	52,611
24. Oregon Public Employees Retir System	51,600L	.29	51,600L
25. Indiana National Corp	45,815	.25	44,765
26. Westbanco Inc	42,570	.25	42,570
27. F & C Management Ltd (England)	40,000	.22	40,000
28. Wood, Quentin E & Family#	35,405	.19	35,405
TOTALS	6,076,831	35.00%	4,649,433

Business Lines

Business Lines	Percent Op Rev	Percent Income
Petroleum Lubricants	53%	100%
Other Petr Products	26	
Coal Mining	15	(7)
Other	7	8
TOTAL ($ millions)	$519	$58a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Capital	17,360	1	17,360	13,391
TOTAL VOTES (000'S)			17,360	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
McFate, McFate, PA	LC	na	'78
Reed, Smith, Shaw, PA	LC	na	'78
McClure & Trotter, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Lehman Brothers Inc, NY	CL, DL
Kidder, Peabody & Co, NY	CC, DC

Accountant

Coopers & Lybrand, NY

Concentration

TOP 5 HOLDERS CONTROL 15.34% OF STOCK
TOP 10 HOLDERS CONTROL 25.61% OF STOCK
TOP 15 HOLDERS CONTROL 30.52% OF STOCK
TOP 20 HOLDERS CONTROL 32.69% OF STOCK

RAYTHEON

141 Spring St., Lexington, MA 02173
(617) 862-6600

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. First National Boston Corp	1,610,185	3.90	1,297,215
2. Prudential Insurance Co of Am	1,443,500	3.50	1,443,500
3. Equitable Life Assur Society of US	1,084,400	2.63	1,084,400
4. Dupont Family Interests	1,070,000	2.59	-
Du Pont (E I) de Nemours & Co Inc (1070000)			
5. Massachusetts Financial Services Inc*	1,000,000	2.42	1,000,000
6. Beech Family Interests	706,465M	1.71	706,465M
Beech, O A (633500)			
Burns, E C & Assoc (72965)			
7. Ohio State Teachers Retir System	500,000	1.21	500,000
8. Bjurman (George D) & Associates	496,600	1.20	496,600
9. Bankers Trust New York Corp	472,460	1.15	463,980
10. Mackay-Shields Financial Corp	414,701	1.01	414,701
11. Bethlehem Steel Corp	370,000	.89	370,000
Bethlehem Steel Corp Pension Pl (370000)			
12. Baring Brothers Inc (England)	346,200	.83	111,100
Endowment Management & Res Co* (346200)			
13. Republic of Texas Corp<	324,550	.78	322,050
14. Chemical New York Corp	319,496	.76	317,246
15. Marsh & Mclennan Cos Inc<	316,000	.76	209,500
Putnam Management Co* (316000)			
16. Wellington Management Co*	315,685	.76	37,000
17. FMR Corp	292,700	.70	292,700
Fidelity Mngt & Research Co* (292700)			
18. Morgan (J P) & Co Inc<	290,000	.69	136,000
19. Northern Trust Corp	284,037	.68	267,702
20. Crocker National Corp	281,780	.67	144,980
21. Continental Investment Corp<	272,500	.65	272,500
Waddell & Reed Fds-Combined (272500)			
22. Aetna Life & Casualty Co	261,944	.63	261,944
Aetna Insur Cos/Fds-Combined (261944)			
23. Hedrick, Frank E	253,206M	.60	253,206M
24. U S Trust Corp	249,854	.60	216,409
25. California Public Emps & Teachers Retir Sys	238,300L	.57	238,300L
26. Adams, Charles F#	218,712	.52	218,712
27. National Investment Ser of America Inc	211,300	.50	211,300
28. TIAA-CREF	200,000	.47	200,000
College Retirement Equities Fund (200000)			
29. Harvard University	192,578	.46	192,578
30. American Security Corp (D C)	192,378	.46	192,378
31. Travelers Corp<	190,400	.45	175,100
32. Metropolitan Life Insurance Co	183,950	.44	183,950
33. Provident National Corp<	178,828	.42	155,106
34. Northwest Bancorporation< (18052)	167,578	.40	162,976
Northwestern Natl Bk Minneapolis (149526)			
35. Boston Company Inc<	152,189	.36	10,665
36. Connecticut General Insurance Corp	152,000	.36	152,000
Conn Genl Insur Cos/Fds-Combined (152000)			
37. Girard Co	148,525	.35	69,525
38. Citicorp<	147,132	.35	109,612
39. First National Holding Corp	133,800	.31	133,800
40. Fahnestock & Co+	122,000	.29	-

CONTINUED ON NEXT PAGE

Business Lines	Percent Op Rev	Percent Income
Missile Systems, Aerosp	57%	72%
Energy Expl & Constr	24	13
Heating Appliances	12	7
Constr Equip, Other	7	8
TOTAL ($ millions)	$3,239	$261b

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	41,239	1	41,239	18,400
TOTAL VOTES (000'S)			41,239	

Counsel/Wash Rep	Serv	Fee (000)	Year
Ropes & Gray#, MA	LC	na	'78
Miller & Chevalier, DC	WR	na	'78

Investment Bank	Service
Morgan Stanley & Co, NY	DL
Kidder, Peabody & Co, NY	MG

Accountant

Coopers & Lybrand, NY

Concentration

TOP 5 HOLDERS CONTROL 15.05% OF STOCK
TOP 10 HOLDERS CONTROL 21.33% OF STOCK
TOP 15 HOLDERS CONTROL 25.40% OF STOCK
TOP 20 HOLDERS CONTROL 28.95% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
41. New York State Common Retirement Fund	120,400L	.28	120,400L
42. Wells Fargo & Co	119,951	.28	119,951
43. Mutual Life Insurance Co of NY	119,200	.28	119,200
44. Shawmut Corp	118,025	.28	115,210
45. Mutual Life Assurance Co of Canada	116,700	.27	116,700
46. State Street Research & Management Co*	115,000	.27	95,000
47. Continental Illinois Corp	113,974	.27	91,962
48. Eaton & Howard Inc*	113,852	.27	-
49. Commonwealth Edison Co	113,700	.27	113,700
50. Manufacturers Hanover Corp<	111,852	.26	96,530
51. G S I Inc Penmark Investments Inc (106300)	106,300	.25	76,300
52. Bank of New York Co Inc	92,038	.21	92,038
53. First Union Bancorp	91,463	.21	81,463
54. New York City Comptroller's Office	81,700K	.19	81,700K
55. Phillips, Thomas L#	81,400	.19	81,400
TOTALS	17,421,488	42.25%	14,426,754

REPUBLIC STEEL

Republic Bldg., Cleveland, OH 44101
(216) 574-7100

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Capital Group Inc	981,900	6.07	303,200
Capital Research & Management Co* (75000)			
Capital Guardian Trust Co (906900)			
2. Lord Abbett & Co*	947,000	5.85	947,000
3. Los Angeles County Employees Retir Assoc	500,000M	3.09	500,000M
4. FMR Corp	406,400	2.51	406,400
Fidelity Mngt & Research Co* (406400)			
5. Clevetrust Corp	366,467	2.26	364,333
6. Massachusetts Financial Services Inc*	200,000	1.24	200,000
7. Stanford University	174,908F	1.08	174,908F
8. Penn Square Management Corp*	143,000	.87	143,000
Penn Square Mutual Fund (143000)			
9. Marine Midland Banks Inc	106,993	.65	106,993
10. Ford Foundation	100,600	.61	100,600
11. Power Corp-Investors Group of Canada<	94,800	.58	94,800
Great-West Life Insurance Co (94800)			
12. Morgan (J P) & Co Inc<	74,000	.45	11,000
13. Bankers Life Co	73,400	.44	73,400
14. Continental Group Inc<	60,000	.36	60,000
Continental Finl Services Co (60000)			
15. Wells Fargo & Co	57,746	.35	57,746
16. Heller (Walter E) International Corp	54,783	.33	46,244
American Natl Bk & Tr Co/Chicago (54783)			
17. Torray, Clark & Co Inc	50,200	.30	-
18. American Express Co<	50,000	.30	50,000
American Exp Insur Cos-Combined (50000)			
19. Iowa Public Employees Retirement System	45,000L	.27	45,000L
20. First Pennsylvania Corp	38,850	.23	37,300
TOTALS	4,526,047	27.97%	3,721,924

Business Lines

Business Lines	Percent Op Rev	Percent Income
Sheet, Strip Steel	33%	na
Hot Rolled, Bar Steel	34	na
Other	33	na
TOTAL ($ millions)	$3,479	$111c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	16,183	1	16,183	68,218
TOTAL VOTES (000'S)			16,183	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Hogan & Hartson#, DC	LC	$153	'78

Investment Bank

Investment Bank	Service
First Boston Corp, NY	DL, DA
Merrill Lynch, NY	DC
Goldman Sachs & Co, NY	DA

Accountant

Ernst & Whinney, OH

Concentration

TOP 5 HOLDERS CONTROL 19.78% OF STOCK
TOP 10 HOLDERS CONTROL 24.27% OF STOCK
TOP 15 HOLDERS CONTROL 26.49% OF STOCK
TOP 20 HOLDERS CONTROL 27.97% OF STOCK

ROCHESTER & PITT COAL

655 Church St., Indiana, PA 15701
(412) 349-5800

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Iselin Family Interests#	547,564	46.29	547,564
Iselin, Peter (157904)			
Wiggin, Emilie Iselin (137042)			
Iselin-Wiggin Family Trusts (247866)			
Iselin, Columbus O D Jr (4752)			
2. Potter, Charles J#	15,993	1.35	15,993
3. Fritchman, H Vernon#	13,663	1.15	13,663
4. Remey, Gilbert P	5,780	.48	5,780
5. First Pennsylvania Corp	5,282	.44	-
TOTALS	588,282	49.73%	583,000

Business Lines	Percent Op Rev	Percent Income
Coal Mining, Marketing	100%	100%
TOTAL ($ millions)	$151	$8c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	1,183	1	1,183	891
TOTAL VOTES (000'S)			1,183	

Counsel/Wash Rep	Serv	Fee (000)	Year
Duane, Morris#, PA	LC	$29	'78

Investment Bank	Service
Not Available	

Accountant

Ernst & Whinney, OH

Concentration

TOP 5 HOLDERS CONTROL 49.73% OF STOCK
TOP 10 HOLDERS CONTROL 49.73% OF STOCK
TOP 15 HOLDERS CONTROL 49.73% OF STOCK
TOP 20 HOLDERS CONTROL 49.73% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Western Bancorporation<	8,380,332	24.31	10,244
Rockwell International Savings Plan-35000 Pcts (7930045)			
2. Rockwell Family Interests#	1,134,256	3.29	1,134,256
Rockwell, Bruce M Fam & Assoc (45537)			
Rockwell, Willard F & Fam (233733)			
Rockwell, S Kent (804)			
Rockwell Foundation (6447)			
Rockwell Family Partnership (847735)			
3. Texas Teachers Retir System	433,700	1.26	433,700
4. TIAA-CREF	400,000	1.16	400,000
College Retirement Equities Fund (400000)			
5. Chase Manhattan Corp	344,594	1.00	330,194
6. Mellon National Corp	237,461	.68	235,749
7. Clevetrust Corp	236,405	.68	210,614
8. Muchnic Family Interests#	205,108	.58	205,108
Muchnic, William H (9000)			
Valley Co Inc (196108)			
9. Lincoln National Corp<	195,214	.56	195,214
Lincoln Natl Insur/Fds-Combined (195214)			
10. Timken Foundation	190,856	.54	190,856
11. Republic of Texas Corp<	172,510	.50	172,510
12. Siragusa Family Interests#	139,044	.39	139,044
Siragusa, Ross D Jr & Fam (89044)			
Western Ventures Inc (50000)			
13. Seifert, William A Jr & Assoc#	127,836	.36	127,836
14. First Pennsylvania Corp	114,465	.32	14,878
15. American General Insurance Co<	110,000	.31	110,000
American Genl Insur Co-Combined (110000)			
16. Harris Bankcorp Inc	108,000	.30	30,000
17. Wells Fargo & Co	102,024	.29	102,024
18. G S I Inc	102,000	.29	72,000
Penmark Investments Inc (102000)			
19. New England Mutual Life Insur Co	100,950	.28	3,000
20. Anderson, Robert#	91,176	.25	91,176
21. Johnson, Thomas Phillips & Fam#	86,746	.25	86,746
22. Capital Group Inc (8000)	78,000	.22	-
Capital Research & Management Co* (70000)			
TOTALS	13,090,677	37.97%	4,285,149

ROCKWELL INTERNATL

600 Grant St., Pittsburgh, PA 15219
(412) 565-2902

Business Lines	Percent Op Rev	Percent Income
Automotive	26%	34%
Aerospace, Aircraft	26	18
Telecom, Missile Control	22	23
Nuclear, Energy Equip	7	11
Consumer, Other	18	15
TOTAL ($ millions)	$5,669	$474a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	34,473G	1	34,473	122,751
TOTAL VOTES (000'S)			34,473	

Counsel/Wash Rep	Serv	Fee (000)	Year
Kirkpatrick, Lockhart#, PA	LC	$63	'78
Drinker, Biddle#, PA	LC	$51	'78
Potter International, DC	WR	na	'78

Investment Bank	Service
Kuhn Loeb & Co Inc, NY	DL
Merrill Lynch, NY	DC
Goldman Sachs & Co, NY	DA

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 31.02% OF STOCK
TOP 10 HOLDERS CONTROL 34.11% OF STOCK
TOP 15 HOLDERS CONTROL 36.03% OF STOCK
TOP 20 HOLDERS CONTROL 37.50% OF STOCK

SHELL OIL

One Shell Plz., Houston, TX 77002
(713) 241-4083

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Royal Dutch/Shell Group	106,402,695	70.16	106,402,695
2. Shell Oil Co	11,173,000	7.37	-
Shell Provident Fund-25364 (11173000)			
3. Capital Group Inc	1,911,400	1.26	617,600
Capital Research & Management Co* (785000)			
Capital Guardian Trust Co (1126400)			
4. Prudential Insurance Co of Am	1,515,800	1.00	1,515,800
5. TIAA-CREF	1,364,000	.89	1,364,000
College Retirement Equities Fund (1364000)			
6. Sarofim (Fayez) & Co	1,321,632	.86	1,321,632
7. International Telephone & Telegraph Corp<	921,549	.60	921,549
Hartford Fire Insur Cos-Combined (921549)			
8. Wells Fargo & Co	899,845	.58	899,845
9. Lord Abbett & Co*	570,300	.37	570,300
10. Continental Corp<	529,176	.34	529,176
11. First City Bancorp of Texas Inc	502,125	.32	502,125
12. Sears Roebuck & Co	498,600	.32	498,600
Allstate Insur Cos/Fds-Combined (498600)			
13. Wisconsin Investment Board	382,600	.25	382,600
14. United States Steel Corp	372,368	.25	372,368
US Steel & Carnegie Pension Tr (372368)			
15. Heller (Walter E) International Corp	361,060	.23	248,300
American Natl Bk & Tr Co/Chicago (361060)			
16. Bankers Trust New York Corp	325,416	.20	283,228
TOTALS	**129,051,566**	**85.09%**	**116,429,818**

Business Lines	Percent Op Rev	Percent Income
Oil, Gas Expl & Prod	17%	66%
Refined Oil Products	64	30
Chemicals	18	4
Coal, Uranium	1	..
TOTAL ($ millions)	$11,071	$1,470a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	151,659	1	151,659	34,789
TOTAL VOTES (000'S)			151,659	

Counsel/Wash Rep	Serv	Fee (000)	Year
Cravath, Swaine, NY	LC	na	'79
Wickes, Riddell,NY	LC	na	'78
Howrey & Simon, DC	LT	na	'79

Investment Bank	Service
Morgan Stanley & Co, NY	DA, DL

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 80.68% OF STOCK
TOP 10 HOLDERS CONTROL 83.49% OF STOCK
TOP 15 HOLDERS CONTROL 84.88% OF STOCK
TOP 20 HOLDERS CONTROL 85.09% OF STOCK

SOUTHERN CALIF EDISON

2244 Walnut Grove Ave., Rosemead, CA 91770
(213) 572-1212

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Western Bancorporation<	3,910,706	3.77	163,197
Southern Calif Edison Stock Purchase Plan/9526 Pcts (3789446)			
2. Prudential Insurance Co of Am	1,647,627	1.59	1,647,627
3. Harris Bankcorp Inc	1,318,000	1.27	1,092,000
4. Capital Group Inc	1,273,400	1.23	438,300
Capital Research & Management Co* (434000)			
Capital Guardian Trust Co (839400)			
5. TIAA-CREF	1,186,317	1.14	1,186,317
College Retirement Equities Fund (1129317)			
Teachers Insurance & Annuity Assn (57000)			
6. Wells Fargo & Co	833,417	.79	833,417
7. Bjurman (George D) & Associates	818,600	.78	818,600
8. Sears Roebuck & Co	680,542	.65	680,542
Allstate Insur Cos/Fds-Combined (680542)			
9. Connecticut General Insurance Corp	678,825	.64	518,277
Conn Genl Insur Cos/Fds-Combined (678825)			
10. Crocker National Corp	634,996	.60	172,089
11. Searle (G D) & Co	600,000	.57	600,000
12. General Electric Co	505,578	.48	505,578
General Electric Pension Trust (505578)			
13. Security Pacific Corp<	488,164	.46	440,095
14. City Investing Co<	472,319	.45	472,319
Home Insur Group-Combined (472319)			
15. Bank of New York Co Inc	456,292	.43	276,031
16. Los Angeles County Employees Retir Assoc	438,505M	.41	438,505M
17. Robeco (Holland)	400,000	.38	400,000
18. Abbott Laboratories	400,000	.38	400,000
19. Pfizer Inc	400,000	.38	400,000
Pfizer Pharmaceuticals Inc (400000)			
20. Schering-Plough Corp	400,000	.38	400,000
Schering Pharmaceutical Corp (400000)			
21. Republic of Texas Corp<	396,674	.37	396,674
22. California, University of	371,787	.35	371,787
23. Ford Foundation	361,100	.34	361,100
24. Citicorp<	355,547	.33	340,747
25. American Express Co<	310,940	.29	310,940
American Exp Insur Cos-Combined (310940)			
26. FMR Corp	300,000	.28	300,000
Fidelity Mngt & Research Co* (300000)			
27. Aetna Life & Casualty Co	288,280	.27	288,280
Aetna Insur Cos/Fds-Combined (288280)			
28. Lord Abbett & Co*	279,367	.26	279,367
29. Travelers Corp<	257,665	.25	239,365
30. Boston Company Inc<	256,669	.25	74,370
31. First Pennsylvania Corp	246,145	.23	224,680
32. Bankers Trust New York Corp	239,542	.22	223,071
33. Crum & Forster<	221,829	.20	221,829
Crum & Forster Insur Cos-Combined (221829)			
34. Eaton & Howard Inc*	218,650	.20	-
35. Batterymarch Financial Mngt Corp	212,600	.19	212,600
TOTALS	21,860,083	21.06%	15,727,704

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	30%	na
-Commercial	26	na
-Industrial	26	na
-Other	18	na
TOTAL ($ millions)	$2,329	$252c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	62,537	1	62,537	136,613
Cm Pfd	11,350	3	34,051	31,713
Pfd-2 classes	7,216	1	7,216	na
TOTAL VOTES (000'S)			103,803	

Counsel/Wash Rep	Serv	Fee (000)	Year
O'Melveny & Myers#, CA	LC	$152	'75
LeBoeuf, Lamb, Leiby, NY	WR	na	'78
Ely Law Offices, DC	WR	na	'78

Investment Bank	Service
Dean Witter Reynolds, CA	CL, DA
First Boston Corp, NY	CC, DA, PA
Hutton (E F) & Co, NY	PA, CC

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 8.99% OF STOCK
TOP 10 HOLDERS CONTROL 12.51% OF STOCK
TOP 15 HOLDERS CONTROL 14.94% OF STOCK
TOP 20 HOLDERS CONTROL 16.90% OF STOCK

SOUTHERN CO

Perimeter Ctr., Atlanta, GA 30346
(404) 393-0650

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. First National Holding Corp	3,289,992	2.32	3,289,992
2. Harris Bankcorp Inc	1,663,000	1.17	1,547,800
3. TIAA-CREF	945,537	.66	945,537
College Retirement Equities Fund (783537)			
Teachers Insurance & Annuity Assn (162000)			
4. United States Steel Corp	869,560	.60	869,560
US Steel & Carnegie Pension Tr (869560)			
5. Bankers Trust New York Corp	592,322	.41	582,482
6. Wells Fargo & Co	445,204	.30	445,204
7. Chase Manhattan Corp	401,019	.27	351,293
8. Lord Abbett & Co*	398,105	.27	398,105
9. Pioneer Western Corp<	385,000	.26	385,000
Pioneering Management Corp* (385000)			
10. Trust Co of Georgia	369,308	.25	367,748
11. City Investing Co<	335,000	.23	335,000
Home Insur Group-Combined (335000)			
12. Clevetrust Corp	308,901	.21	306,116
13. Heller (Walter E) International Corp	308,118	.21	277,628
American Natl Bk & Tr Co/Chicago (308118)			
TOTALS	10,311,066	7.26%	10,101,465

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	31%	na
-Industrial	32	na
-Commercial	24	na
-Other	13	na
TOTAL ($ millions)	$2,910	$202c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	142,102	1	142,102	342,482
TOTAL VOTES (000'S)			142,102	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Shaw, Pittman, Potts, DC	WR	na	'78
Winthrop, Stimson, NY	LC	na	'78

Investment Bank

Investment Bank	Service
Morgan Stanley & Co, NY	DA
Merrill Lynch, NY	MI
Dean Witter Reynolds, CA	MI

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 5.18% OF STOCK
TOP 10 HOLDERS CONTROL 6.59% OF STOCK
TOP 15 HOLDERS CONTROL 7.26% OF STOCK
TOP 20 HOLDERS CONTROL 7.26% OF STOCK

SOUTHERN NATURAL RESOURCES

S. Nat. Bldg., Birmingham, AL 35203, (205) 325-7410

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Alabama Bancorp	764,157	3.79	764,157
Southern Natl Resources Stock Purchase & ESOP Plans/Internal (558127)			
2. Equitable Life Assur Society of US	712,100	3.54	712,100
3. U S Trust Corp	441,243	2.19	337,343
4. New York State Common Retirement Fund	435,000L	2.16	435,000L
5. TIAA-CREF	361,400	1.79	361,400
College Retirement Equities Fund (361400)			
6. Dodge & Cox Inc*	330,665	1.64	330,665
7. Chemical New York Corp	330,335	1.64	265,405
8. Lazard Freres & Co	297,950F	1.48	237,270F
9. Hospital Trust Corp	283,323	1.41	279,895
10. INA Corp<	264,000	1.31	264,000
INA Insur Cos/Fds-Combined (264000)			
11. Dupont Family Interests	263,435	1.31	208,285
Wilmington Trust Co (263435)			
12. General Electric Co	238,600	1.18	238,600
General Electric Pension Trust (238600)			
13. Trust Co of Georgia	217,508	1.08	215,608
14. Bank of New York Co Inc	182,477	.90	80,827
15. Seligman (J & W) & Co+	180,000	.88	180,000
Union Service Corp*			
Broad Street Investing Corp (80000)			
Tri-Continental Corp (100000)			
16. New England Merchants Co Inc	174,764	.86	-
17. Wellington Management Co*	160,766	.79	40,000
18. First Chicago Corp<	156,245	.77	154,345
19. Maryland National Corp (7238)	147,038	.72	147,038
Redwood Capital Mngt Inc (139800)			
20. Colonial Bancorp Inc (Conn)	117,308	.57	117,308
21. National City Corp	116,000	.57	115,000
22. Teledyne Inc	115,200	.56	115,200
Argonaut Insurance Co (95300)			
Trinity Universal Insurance Co (19900)			
23. Hartford National Corp	110,990	.54	110,590
24. Chase Manhattan Corp	108,682	.53	30,196
25. Brown Bros Harriman & Co	106,322	.52	54,000
26. American General Insurance Co<	100,000	.50	100,000
American Genl Insur Co-Combined (100000)			
27. Wells Fargo & Co	91,856	.45	91,856
28. Schroders Ltd< (England)	89,142	.43	400
Schroder Naess & Thomas* (89142)			
29. Fidelity Union Bancorp	85,436	.41	85,436
30. New York City Teachers Retirement System	84,300F	.41	84,300F
31. Argus Research Corp	82,000	.40	41,000
Argus Investors Counsel Inc (82000)			
32. Industrial National Corp	80,210	.39	66,430
33. Welch & Forbes Inc	79,375	.38	79,375
34. Mercantile Bankshares Corp<	79,193	.38	33,274
35. Dominion Bankshares Corp	74,760	.36	47,798
First Natl Exchange Bk of Vir (74760)			

CONTINUED ON NEXT PAGE

Business Lines

Business Lines	Percent Op Rev	Percent Income
Gas Pipeline	76%	72%
Contract Drilling	17	17
Expl & Prod	5	10
Inter-co Trans, Other	2	1
TOTAL ($ millions)	$1,067	$198a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	20,138	1	20,138	21,888
TOTAL VOTES (000'S)			20,138	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Hughes, Hubbard#, NY	LC	$549	'78
Farmer, Shibley, DC	WR	na	'79
Beveridge, Fairbanks, DC	WR	na	'77

Investment Bank

Investment Bank	Service
Blyth Eastman Dillon, NY	DL
Merrill Lynch, NY	DC
Lehman Brothers Inc, NY	DC

Accountant

Arthur Young & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 13.48% OF STOCK
TOP 10 HOLDERS CONTROL 20.96% OF STOCK
TOP 15 HOLDERS CONTROL 26.33% OF STOCK
TOP 20 HOLDERS CONTROL 30.08% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
36. Neuberger & Berman+	74,672	.36	-
Neuberger & Berman Management Inc* (74672)			
37. Western Bancorporation<	72,166	.35	70,092
38. Winters National Corp	71,370	.34	60,270
39. Riggs National Bank	66,600	.32	66,600
40. Mackay-Shields Financial Corp	66,100	.32	66,100
41. Bankers Trust New York Corp	63,230	.30	58,080
42. Virginia National Bankshares Inc	57,484	.28	55,798
43. New York City Comptroller's Office	54,900K	.26	54,900K
44. Northeast Bancorp Inc (Conn)	52,768	.25	46,520
45. French National Government	52,000	.25	52,000
Banque Nationale de Paris			
Epargne-Valeur (52000)			
46. Central Securities Corp	50,000	.25	50,000
47. Heller (Walter E) International Corp	48,090	.23	47,290
American Natl Bk & Tr Co/Chicago (48090)			
48. Allendale Group<	45,000	.21	45,000
Allendale Insur Cos-Combined (45000)			
49. US Bancorp	44,300	.21	42,300
50. Provident National Corp<	41,690	.20	38,720
51. Marine Midland Banks Inc	41,415	.20	41,415
TOTALS	8,363,565	41.53%	7,219,186

SOUTHERN UNION

1800 First Intl. Bldg., Dallas, TX 75270
(214) 748-8511

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. First International Bancshares Inc Southern Union Sav Pl-828 Pcts (85764)	434,523	6.42	300,004
2. First Bank System Inc	401,097	5.92	348,351
3. Macguire, John T & Family#	270,785	4.00	270,785
4. Rowe Price (T) & Associates Inc*	227,455	3.36	2,562
5. United States Fidelity & Guaranty Co	225,000	3.32	225,000
6. Brown Bros Harriman & Co	206,006	3.04	77,850
7. Vilas Fischer Associates Ltd	195,737	2.89	188,650
8. Famariss, Walter Jr Estate	151,708A	2.24	151,708A
9. Lincoln National Corp< Lincoln Natl Insur/Fds-Combined (107473)	107,473	1.59	107,473
10. Chicago, University of	80,618	1.19	80,618
11. Citicorp<	80,298	1.19	51,348
12. Girard Co	52,400	.76	42,175
13. Cain, Byron W	34,733E	.50	34,733E
14. Denius, Frank W#	29,671	.43	29,671
15. Northwest Bancorporation< Northwestern Natl Bk Minneapolis (25563)	25,563	.37	25,563
16. New England Mutual Life Insur Co	21,148	.30	500
17. Mission Equities Corp< Mission Insurance Co (18750)	18,750	.27	18,750
18. Prasil, A G	16,764E	.25	16,764E
19. Neville Rodie & Shaw Inc	14,575	.21	-
20. Baxter, Richard	13,119E	.18	13,119E
TOTALS	2,607,423	38.51%	1,985,624

Business Lines

	Percent Op Rev	Percent Income
Gas Utility	67%	54%
Gas Processing	9	35
Oil Refining & Marketing	24	3
Investment Income	-	9
TOTAL ($ millions)	$566	$22c

Stock Class

	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	6,770	1	6,770	10,376
TOTAL VOTES (000'S)			6,770	

Counsel/Wash Rep

	Serv	Fee (000)	Year
Chapman & Cutler, IL	SC	na	'76

Investment Bank

	Service
Dean Witter Reynolds, CA	CL, DL, DA
White Weld & Co Inc, NY	CC, DC

Accountant

Peat, Marwick, Mitchell & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 23.03% OF STOCK
TOP 10 HOLDERS CONTROL 33.98% OF STOCK
TOP 15 HOLDERS CONTROL 37.27% OF STOCK
TOP 20 HOLDERS CONTROL 38.51% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Crocker National Corp	17,077,756	10.00	1,154,751
Standard Oil Calif St Pl-23000 (15480157)			
2. Rockefeller Family Interests	3,606,954	2.11	3,606,954
Rockefeller Brothers Fund (100000)			
Descendants of John D Jr (3506954)			
3. Chase Manhattan Corp	2,505,603	1.47	2,408,272
4. Wells Fargo & Co	1,808,074	1.06	1,808,074
5. Manufacturers Hanover Corp<	1,762,436	1.03	540,354
6. Morgan (J P) & Co Inc<	1,723,000	1.01	1,362,000
7. Sarofim (Fayez) & Co	1,431,794	.83	1,431,794
8. TIAA-CREF	1,321,900	.76	1,321,900
College Retirement Equities Fund (1321900)			
9. Chemical New York Corp	1,053,815	.61	780,453
10. Bankers Trust New York Corp	1,016,765	.59	934,005
11. Mellon National Corp	1,005,176	.58	640,456
12. Western Bancorporation<	918,343	.53	888,594
13. Ohio State Teachers Retir System	856,400	.50	856,400
14. Kirby Family Group-Alleghany Corp<	850,000	.50	850,000
Investors Diversified Ser Inc* (50000)			
IDS Funds-Combined (800000)			
15. Dupont Family Interests	810,918	.46	142,905
Delfi Management Inc* (28000)			
Du Pont (E I) de Nemours & Co Inc (633000)			
Wilmington Trust Co (149918)			
16. General Electric Co	796,200	.46	796,200
General Electric Pension Trust (796200)			
17. FMR Corp	795,400	.46	795,400
Fidelity Mngt & Research Co* (795400)			
18. Equitable Life Assur Society of US	726,600	.42	726,600
19. Wellington Management Co*	670,968	.38	60,000
20. Continental Corp<	654,554	.37	654,554
21. U S Trust Corp	622,820	.35	502,499
22. Provident National Corp<	620,715	.35	584,633
23. Girard Co	611,341	.35	421,025
24. New England Mutual Life Insur Co	597,934	.34	215,658
25. Security Pacific Corp<	597,819	.34	532,524
26. Rosenberg Capital Management	578,945	.33	578,945
27. Washington Dept of Retirement Systems	539,300M	.31	539,300M
28. Harvard University	533,737F	.30	533,737F
29. Rowe Price (T) & Associates Inc*	533,360	.30	149,464
30. Clevetrust Corp	513,755	.29	477,470
31. Mercantile Bancorporation Inc	501,724	.28	501,724
32. Harris Bankcorp Inc	494,000	.28	337,000
33. New York State Teachers Retir Fund	469,300	.26	469,300
34. Citizens Fidelity Corp	465,361	.26	429,986
35. Prudential Insurance Co of Am	442,300	.25	442,300
36. Bank of New York Co Inc	411,882	.23	308,542
37. First Bank System Inc	404,126	.23	355,637
38. Bankamerica Corp<	399,448	.22	344,903
39. Rothschild Family Group (France-England)	399,411	.22	340,185
Rothschild Co (8068)			
Bank of California NA (391343)			

CONTINUED ON NEXT PAGE

STANDARD OIL OF CALIF

225 Bush St., San Francisco, CA 94104
(415) 894-7700

Business Lines	Percent Op Rev	Percent Income
Ref Petr Products	57%	92%
Crude Oil	37	
Natural Gas	2	
Other Petroleum	1	
Chemicals & Other	3	8
TOTAL ($ millions)	$24,095	$1,106c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	170,721	1	170,721	263,336
TOTAL VOTES (000'S)			170,721	

Counsel/Wash Rep	Serv	Fee (000)	Year
Pillsbury, Madison, CA	GC	na	'79
McKean, Whitehead, DC	WR	na	'78
Lee, Toomey & Kent, DC	WR	na	'78

Investment Bank	Service
Blyth Eastman Dillon, NY	DL
Dean Witter & Co Inc, CA	DC
Warburg Paribas, IL	DM

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 15.68% OF STOCK
TOP 10 HOLDERS CONTROL 19.51% OF STOCK
TOP 15 HOLDERS CONTROL 22.11% OF STOCK
TOP 20 HOLDERS CONTROL 24.25% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
40. California Public Emps & Teachers Retir Sys	393,100L	.22	393,100L
41. Minnesota State Board of Investment	392,500K	.22	392,500K
42. Continental Illinois Corp	388,882	.22	281,432
43. Citicorp<	377,673	.21	167,398
44. Heller (Walter E) International Corp American Natl Bk & Tr Co/Chicago (372405)	372,405	.21	300,759
45. Bethlehem Steel Corp Bethlehem Steel Corp Pension Pl (370000)	370,000	.21	370,000
46. First Pennsylvania Corp (357305) Vestaur Corp (9669)	366,974	.20	248,433
47. Union National Bk of Pittsburgh	365,562	.20	337,215
TOTALS	54,157,030	31.72%	32,315,335

STANDARD OIL (IN)

200 E. Randolph Dr., Chicago, IL 60601
(312) 856-3800

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. First Chicago Corp<	12,745,676	8.71	12,599,277
Standard Oil Indiana Savings Plan/32429 Pcts (11161543)			
2. Citicorp<	2,084,418	1.42	1,115,330
3. Harris Bankcorp Inc	1,887,000	1.29	432,000
4. Chase Manhattan Corp	1,839,981	1.26	1,685,301
5. Prudential Insurance Co of Am	1,800,500	1.23	1,800,500
6. National Detroit Corp	1,673,195	1.14	1,533,507
7. Mudd Family Interests	1,422,083L	.96	1,422,083L
Mudd, Henry T & Assoc (579284)			
Mudd, Seeley W 2nd & Family (572867)			
Sprague, Norman F & Assoc (269932)			
8. TIAA-CREF	1,364,000	.92	1,364,000
College Retirement Equities Fund (1300000)			
Teachers Insurance & Annuity Assn (64000)			
9. Manufacturers Hanover Corp<	1,293,477	.87	370,330
10. Sarofim (Fayez) & Co	1,281,600	.87	1,281,600
11. Rockefeller Family Interests	1,252,072	.85	1,252,072
Rockefeller Foundation (1001900)			
Rockefeller University (95520)			
Descendants of John D Jr (154652)			
12. California Public Emps & Teachers Retir Sys	1,179,600L	.80	1,179,600L
13. Kirby Family Group-Alleghany Corp<	1,077,000	.73	995,500
Investors Diversified Ser Inc* (304200)			
IDS Funds-Combined (772800)			
14. Mercantile Bancorporation Inc	1,073,203	.72	1,073,203
15. Bank of New York Co Inc	936,519	.63	849,019
16. Wells Fargo & Co	931,212	.63	931,212
17. First Bank System Inc	925,497	.62	843,867
18. Northern Trust Corp	915,088	.62	829,457
19. Bankers Trust New York Corp	903,761	.61	761,915
20. Bancoklahoma Corp/Bk of Oklahoma NA	868,169	.58	868,169
21. Clevetrust Corp	804,780	.54	742,783
22. Continental Illinois Corp	790,978	.53	472,069
23. Chemical New York Corp	789,739	.53	650,268
24. Lord Abbett & Co*	766,000	.51	766,000
25. Dupont Family Interests	642,423	.43	163,098
Du Pont (E I) de Nemours & Co Inc (422000)			
Wilmington Trust Co (220423)			
26. United States Steel Corp	630,500	.42	630,500
US Steel & Carnegie Pension Tr (630500)			
27. New York State Teachers Retir Fund	610,200	.41	610,200
28. General Electric Co	600,000	.40	600,000
General Electric Pension Trust (600000)			
29. U S Trust Corp	586,585	.39	504,874
30. Stein Roe & Farnham*	570,843	.38	161,300
31. Boston Company Inc<	543,162	.36	290,198
32. First Union Bancorp	539,545	.36	526,225
33. Wellington Management Co*	533,470	.35	53,900
34. Batterymarch Financial Mngt Corp	527,275	.35	527,275
35. Equitable Life Assur Society of US	497,700	.33	497,700
36. Indiana National Corp	495,865	.33	451,232

CONTINUED ON NEXT PAGE

Business Lines

Business Lines	Percent Op Rev	Percent Income
Petr Expl & Production	29%	86%
Petr Ref, Trans, Market	80	13
Chemicals	11	3
Other	1	6
TOTAL ($ millions)	$16,350	$2,768a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	146,326	1	146,236	173,211
TOTAL VOTES (000'S)			146,326	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
O'Melveny & Myers, CA	SC	na	'79
Hamel, Park, McCabe, DC	WR	na	'78
Mann, Larsen, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Morgan Stanley & Co, NY	DL, DA

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 13.91% OF STOCK
TOP 10 HOLDERS CONTROL 18.72% OF STOCK
TOP 15 HOLDERS CONTROL 22.49% OF STOCK
TOP 20 HOLDERS CONTROL 25.60% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
37. Metropolitan Life Insurance Co	446,750	.30	446,750
38. Heller (Walter E) International Corp	436,108	.29	364,415
American Natl Bk & Tr Co/Chicago (436108)			
39. New York State Common Retirement Fund	434,700L	.29	434,700L
40. Marine Midland Banks Inc	432,477	.29	432,477
41. Provident National Corp<	422,937	.28	364,253
42. First National Boston Corp	417,635	.28	367,310
43. Mellon National Corp	408,370	.27	123,893
44. Detroitbank Corp	399,859	.26	393,899
45. New England Merchants Co Inc	394,564	.26	-
46. Aetna Life & Casualty Co	381,008	.25	364,008
Aetna Insur Cos/Fds-Combined (381008)			
47. Union Trust Bancorp	378,082	.25	378,082
48. First Kentucky Natl Corp	365,002	.25	361,302
49. Minnesota State Board of Investment	357,200K	.23	357,200K
50. Texas Teachers Retir System	356,800	.23	356,800
51. Security Pacific Corp<	349,931	.23	294,585
52. State Street Boston Corp	348,415	.23	348,415
53. Merchants National Corp	332,101	.22	300,682
54. National City Corp	331,000	.22	314,000
55. Republic of Texas Corp<	329,286	.22	323,298
56. Lincoln National Corp<	325,967	.21	325,967
Lincoln Natl Insur/Fds-Combined (325967)			
57. Lincoln, David C Fam & Assoc	312,391L	.20	312,391L
58. American Fletcher Corp<	311,356	.20	286,063
59. Western Bancorporation<	294,713	.19	287,069
TOTALS	55,949,768	38.24%	48,373,123

STANDARD OIL (OH)
Midland Bldg., Cleveland, OH 44115
(216) 575-4141

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. British Petroleum Co Ltd (England)	62,604,000	52.16	62,604,000
2. National City Corp	3,562,000	2.97	3,562,000
Standard Oil of Ohio Emp Investment Plan (2702089)			
3. Citicorp<	2,284,720	1.90	1,537,789
4. Kirby Family Group-Alleghany Corp<	1,095,800	.90	1,028,700
Investors Diversified Ser Inc* (170800)			
IDS Funds-Combined (925000)			
5. Marsh & Mclennan Cos Inc<	1,081,175	.89	582,175
Putnam Management Co* (971700)			
Eberstadt Asset Mngt Inc* (109475)			
6. Gary-Caplin-Birdsong-Whiting Group	980,196M	.81	980,196M
Gary, Samuel (731164)			
Caplin, Mortimer M (153215)			
Birdsong, Robert T (51067)			
Whiting, Kenneth R (44750)			
7. California, University of	917,700	.75	917,700
8. General Electric Co	882,000	.72	882,000
Elfun Trusts (40000)			
General Electric Pension Trust (842000)			
9. Manufacturers Hanover Corp<	828,893	.68	48,724
10. Stein Roe & Farnham*	826,299	.68	275,800
11. State Street Research & Management Co*	799,008	.66	753,008
12. Connecticut General Insurance Corp	652,000	.53	535,800
Conn Genl Insur Cos/Fds-Combined (652000)			
13. Buchanan Family Interests#	527,302	.43	527,302
Buchanan, Dewitt Jr & Fam (300614)			
Buchanan Family Foundation (226688)			
14. Kemper Family Group	513,740	.42	513,740
Kemper Financial Services Inc* (500300)			
Kemper Insur Cos-Combined (13440)			
15. Donaldson Lufkin & Jenrette Inc< (436804)	506,804	.41	-
Alliance Capital Management Corp* (70000)			
16. New York State Teachers Retir Fund	466,600	.38	466,600
17. Jennison Associates Capital Corp	463,600	.38	463,600
18. Aetna Life & Casualty Co	458,300	.37	458,300
Aetna Insur Cos/Fds-Combined (458300)			
19. Clevetrust Corp	408,277	.33	391,856
20. Wisconsin Investment Board	380,600	.31	380,600
21. Morgan (J P) & Co Inc<	372,000	.30	97,000
22. State Farm Mutl Automobile Insur Co	360,000	.29	360,000
State Farm Insur Cos-Combined (360000)			
23. Ohio State Teachers Retir System	350,000	.28	350,000
24. California Public Emps & Teachers Retir Sys	343,800L	.28	343,800L
25. Ford Foundation	300,000	.25	300,000
26. Vance Sanders & Co Inc*	279,784	.22	-
27. Baring Brothers Inc (England)	256,900	.20	173,500
Endowment Management & Res Co* (256900)			
28. New York City Comptroller's Office	248,600K	.20	248,600K
TOTALS	82,750,098	68.95%	78,782,790

Business Lines	Percent Op Rev	Percent Income
Petroleum	90%	98%
Coal, Uranium	3	1
Chemicals, Plastics	6	2
TOTAL ($ millions)	$5,198	$1,130d

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	59,574	1	59,574	41,297
Special Stock	1	60,4	60,444	1
TOTAL VOTES (000'S)			120,018	

Counsel/Wash Rep	Serv	Fee (000)	Year
McAfree, Hanning, OH	GC	na	'78
Covington & Burling, DC	WR	na	'78
Squire, Sanders, OH	SC	na	'78

Investment Bank	Service
Morgan Stanley & Co, NY	CL, DL

Accountant

Ernst & Whinney, OH

Concentration

TOP 5 HOLDERS CONTROL 58.85% OF STOCK
TOP 10 HOLDERS CONTROL 62.54% OF STOCK
TOP 15 HOLDERS CONTROL 65.04% OF STOCK
TOP 20 HOLDERS CONTROL 66.86% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Chemical New York Corp	600,040	14.60	-
Stone & Webster ESOP/Internal (600040)			
2. Chase Manhattan Corp	461,181	11.22	-
Stone & Webster Sav Pl/Internal (461181)			
3. Kramer, William J-Whisnand R V A Jr & Assoc	261,823M	6.37	261,823M
4. Stone, Whitney (Deceased 11-79)	180,953	4.40	180,953
5. Bethlehem Steel Corp	105,000	2.55	105,000
Bethlehem Steel Corp Pension Pl (105000)			
6. Batterymarch Financial Mngt Corp	86,300	2.10	86,300
7. Pioneer Western Corp<	67,700	1.65	67,700
Pioneering Management Corp* (67700)			
8. Oppenheimer & Co+	39,100	.94	-
9. Chicago, University of	38,810	.93	38,810
10. Pennsylvania, University of	28,000K	.67	28,000K
11. National City Corp	22,000	.53	-
12. Foster, Raymond C#	19,105	.45	19,105
13. Brewster, Edward C & Assoc#	12,208	.29	12,208
14. First Tennessee National Corp	10,800	.25	10,800
15. Pan-Holding S A	9,000	.21	9,000
16. Egan, William N	7,494F	.17	7,494F
TOTALS	1,949,514	47.43%	827,193

STONE & WEBSTER

90 Broad St., New York, NY 10004
(212) 269-4224

Business Lines	Percent Op Rev	Percent Income
Eng & Constr Services	85%	78%
Oil, Gas, Other	11	11
Investment Income	4	11
TOTAL ($ millions)	$193	$40a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	4,110	1	4,110	12,200
TOTAL VOTES (000'S)			4,110	

Counsel/Wash Rep	Serv	Fee (000)	Year
Mudge, Rose, Guthrie#, NY	GC	$461	'78

Investment Bank	Service
Not Available	

Accountant

Coopers & Lybrand, NY

Concentration

TOP 5 HOLDERS CONTROL 39.15% OF STOCK
TOP 10 HOLDERS CONTROL 45.47% OF STOCK
TOP 15 HOLDERS CONTROL 47.25% OF STOCK
TOP 20 HOLDERS CONTROL 47.43% OF STOCK

STRUTHERS WELLS

1003 Penn. Ave. W., Warren, PA 16365
(814) 726-1000

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Finkelstein Family & Affiliates#	454,199L	16.14	454,199L
Finkelstein, James A Fam & Assoc (20985)			
Finkelstein, Jerry Fam & Assoc (288758)			
Finkelstein, Ethel (19894)			
Frank, Sidney E (916)			
Abc Industries Inc (123646)			
2. Wallace, John C Family & Associates#	192,511L	6.84	192,511L
3. Silverman, Harry T#	93,036L	3.31	93,036L
4. Manufacturers Life Insur Co (Canada)	43,404	1.54	43,404
5. Singer, Michael Family Interests#	17,378L	.61	17,378L
TOTALS	800,528	28.45%	800,528

Business Lines

Business Lines	Percent Op Rev	Percent Income
Heating Equip & Systems	84%	78%
Steam Generators	16	29
Oil & Gas Expl	-	(7)
TOTAL ($ millions)	$50	$4a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	2,146	1	2,146	4,244
Cu Pfd	74	9	668	345
TOTAL VOTES (000'S)			2,814	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Abrams & Sassower#, NY	GC	$148	'78

Investment Bank

Investment Bank	Service
Not Available	

Accountant

Touche, Ross & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 28.45% OF STOCK
TOP 10 HOLDERS CONTROL 28.45% OF STOCK
TOP 15 HOLDERS CONTROL 28.45% OF STOCK
TOP 20 HOLDERS CONTROL 28.45% OF STOCK

SUN CO

100 Matsonford Rd., Radnor, PA 19087
(215) 293-6000

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Pew Family Interests#	16,922,055	32.44	16,922,048
Pew, Walter C Fam & Assoc (1674501)			
Pew, R Anderson Fam & Assoc (130216)			
Pew Memorial Trust (8623296)			
Glenmede Trust Co (6494042)			
2. Thompson, B R Family & Associates	4,447,835M	8.53	4,447,835M
3. Philadelphia National Corp	3,065,722	5.88	3,065,722
Sun Oil ESOP & St Purchase Plans/150770 Pcts (2783494)			
4. Chase Manhattan Corp	1,447,963	2.78	1,442,920
5. Bankers Trust New York Corp	788,676	1.51	787,655
Sun Oil Sav Pl (285137)			
6. Girard Co	471,354	.89	402,902
7. Capital Group Inc	294,100	.55	165,400
Capital Research & Management Co* (41700)			
Capital Guardian Trust Co (252400)			
8. Wells Fargo & Co	260,672	.50	260,672
9. Provident National Corp<	209,238	.39	162,810
10. First Pennsylvania Corp	194,401	.36	101,593
11. Batterymarch Financial Mngt Corp	188,040	.35	188,040
12. Lincoln National Corp<	164,120	.30	164,120
Lincoln Natl Insur/Fds-Combined (164120)			
13. Fidelcor Inc	144,799	.27	144,799
14. American General Insurance Co<	141,841	.26	141,841
American Genl Insur Co-Combined (141841)			
TOTALS	28,740,816	55.09%	28,398,357

Business Lines

Business Lines	Percent Op Rev	Percent Income
Oil & Gas Prod, Ref	92%	104%
Coal, Oil Sand	2	2
Shipbuilding	6	(5)
TOTAL ($ millions)	$7,525	$843a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	52,170	1	52,170	73,883
TOTAL VOTES (000'S)			52,170	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Kaye, Scholer, NY	SC	na	'79
Pepper, Hamilton, PA	WR	na	'78
Akin, Gump, Haven, TX	WR	na	'78

Investment Bank

Investment Bank	Service
Merrill Lynch W Weld, NY	MG
Salomon Brothers, NY	MG
Warburg Paribas, IL	DL

Accountant

Coopers & Lybrand, NY

Concentration

TOP 5 HOLDERS CONTROL 51.13% OF STOCK
TOP 10 HOLDERS CONTROL 53.87% OF STOCK
TOP 15 HOLDERS CONTROL 55.09% OF STOCK
TOP 20 HOLDERS CONTROL 55.09% OF STOCK

SUPERIOR OIL

1st City Natl. Bk. Bldg., Houston, TX 77002
(713) 751-4111

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Keck Family Interests#	1,197,456	29.88	918,770
Keck, H B Fam & Assoc (949531)			
Keck, W M Jr Fam & Assoc (247925)			
2. Union Bancorp Inc	357,000	8.91	357,000
Union Bank (357000)			
3. Morgan (J P) & Co Inc<	143,000	3.57	105,000
4. Equitable Life Assur Society of US	111,350	2.78	111,350
5. FMR Corp	87,520	2.18	87,520
Fidelity Mngt & Research Co* (87520)			
6. Donaldson Lufkin & Jenrette Inc<	85,870	2.14	-
7. Chemical New York Corp	52,518	1.31	43,867
8. Brown Bros Harriman & Co	51,890	1.29	36,200
9. Fiduciary Trust Co of New York	51,200	1.28	51,200
10. Manufacturers Hanover Corp<	50,341	1.26	49,860
11. Ohio Police & Firemens Disability & Pen Fd	50,000M	1.25	50,000M
12. Citicorp<	47,102	1.18	26,312
13. Bethlehem Steel Corp	47,000	1.17	47,000
Bethlehem Steel Corp Pension Pl (47000)			
14. Ford Foundation	44,400	1.11	44,400
15. Kirby Family Group-Alleghany Corp<	40,000	1.00	30,600
Investors Diversified Ser Inc* (40000)			
16. New York State Common Retirement Fund	38,200L	.94	38,200L
17. US & Foreign Securities Corp	35,000	.86	35,000
18. Bankers Trust New York Corp	34,464	.85	8,995
19. United States Steel Corp	32,800	.81	32,800
US Steel & Carnegie Pension Tr (32800)			
20. Western Bancorporation<	32,377	.80	32,377
21. Travelers Corp<	27,250	.67	27,250
22. Oppenheimer & Co+	27,111	.67	19,000
23. Century Capital Associates	25,200	.62	-
24. Bank of New York Co Inc	24,288	.60	19,988
25. Neuberger & Berman+	22,566	.55	-
Neuberger & Berman Management Inc* (22566)			
26. New York City Comptroller's Office	21,800K	.53	21,800K
27. Schroders Ltd< (England)	21,610	.53	19,200
Schroder Naess & Thomas* (21610)			
28. Connecticut General Insurance Corp	21,550	.53	9,600
Conn Genl Insur Cos/Fds-Combined (21550)			
29. Robeco (Holland)	20,000	.50	20,000
Rolinco (20000)			
30. Sears Roebuck & Co	19,200	.47	19,200
Sears Invest Mngt-Pen & Saving Pls (19200)			
31. General American Investors Co Inc	19,050	.47	16,150
32. Dodge & Cox Inc*	18,900	.46	18,900
33. Brundage Story & Rose	17,665	.43	17,665
34. Wells Fargo & Co	14,370	.35	14,370
35. Forstmann-Leff Associates	14,100	.34	14,100
36. Weiss Peck & Greer*	13,431	.33	13,431
37. Beck Mack & Oliver	11,865	.29	11,865
38. Niagara Share Corp	11,000	.26	11,000
39. Crocker National Corp	10,710	.26	9,310
40. Employers Mutal Liability Insur Co-Wisconsin	10,000	.25	10,000
TOTALS	2,961,154	73.90%	2,399,280

Business Lines	Percent Op Rev	Percent Income
Oil & Gas Production	94%	113%
Agriculture	5	(4)
Silver, Mineral Mining	1	(9)
TOTAL ($ millions)	$731	$138a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	4,007	1	4,007	3,363
TOTAL VOTES (000'S)			4,007	

Counsel/Wash Rep	Serv	Fee (000)	Year
Vinson & Elkins#, TX	LC	$263	'78
Williams & Jensen, DC	WR	na	'78
Covington & Burling, DC	WR	na	'78

Investment Bank	Service
Dillon, Read & Co, NY	DL, MG

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 47.33% OF STOCK
TOP 10 HOLDERS CONTROL 54.61% OF STOCK
TOP 15 HOLDERS CONTROL 60.31% OF STOCK
TOP 20 HOLDERS CONTROL 64.62% OF STOCK

TENNECO

Tenneco Bldg., Houston, TX 77002
(713) 757-2131

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Republic of Texas Corp< (97954)	5,934,234	6.02	-
Tenneco Thrift P1/23592 (5836280)			
2. Mcintyre Family Interests	1,761,252B	1.79	1,761,252B
Mcintyre, Charles S 3rd (117421)			
Mcintyre, William D Jr (85244)			
Mcintyre, David L (66722)			
Mcintyre, John M (103420)			
Linsenmeyer, Stephen J (102226)			
Mcintyre Family Assoc-Other (1286219)			
3. FMR Corp	1,545,807	1.57	1,545,807
Fidelity Mngt & Research Co* (1545807)			
4. Morgan (J P) & Co Inc<	1,226,000	1.24	456,000
5. Stone & Webster Inc	1,100,317M	1.12	1,100,317M
6. Wellington Management Co*	1,060,700	1.08	76,500
7. New England Mutual Life Insur Co	995,174	1.01	405,176
8. Wells Fargo & Co	901,710	.90	901,710
9. First International Bancshares Inc	887,284	.89	887,284
10. TIAA-CREF	887,000	.89	887,000
College Retirement Equities Fund (800000)			
Teachers Insurance & Annuity Assn (87000)			
11. Citicorp<	747,755	.75	298,467
12. First Union Bancorp	584,714	.58	578,514
13. Dreyfus Corp*	545,522	.54	30,122
14. General Electric Co	522,600	.52	522,600
Elfun Trusts (40000)			
General Electric Pension Trust (482600)			
15. Kirby Family Group-Alleghany Corp<	492,000	.50	483,000
IDS Life Insurance Co (13000)			
Investors Diversified Ser Inc* (79000)			
IDS Funds-Combined (400000)			
16. American General Insurance Co<	491,685	.50	491,685
American Genl Insur Co-Combined (491685)			
17. Capital Group Inc	450,000	.45	15,000
Capital Research & Management Co* (435000)			
Capital Guardian Trust Co (15000)			
18. Century Capital Associates	411,300	.41	-
19. California Public Emps & Teachers Retir Sys	405,100L	.40	405,100L
20. Shearson Hayden Stone Inc<	374,900	.37	374,900
Bernstein-Macauley Inc (374900)			
21. Miller Anderson & Sherrerd	374,680	.37	-
22. Lord Abbett & Co*	374,600	.37	374,600
23. Scudder Stevens & Clark Co*	373,963	.37	70,000
24. Oppenheimer & Co+	368,752	.36	350,000
25. Batterymarch Financial Mngt Corp	352,200	.35	352,200
26. First Pennsylvania Corp (308141)	317,117	.31	149,231
Vestaur Corp (8976)			
27. Schroders Ltd< (England)	315,118	.31	210,743
Schroder Naess & Thomas* (315118)			
28. Chemical New York Corp	315,019	.31	225,488
29. First Bank System Inc	313,983	.31	241,408
30. National Detroit Corp	306,021	.30	306,021
31. Ohio Public Employees Retir System	300,000M	.29	300,000M

CONTINUED ON NEXT PAGE

Business Lines	Percent Op Rev	Percent Income
Oil Expl, Prod, Ref	23%	43%
Natural Gas Pipeline	23	26
Constr, Farm Equipment	22	11
Shipbuilding, Auto Parts	17	8
Chemicals, Agri, Other	15	12
TOTAL ($ millions)	$8,877	$1,128b

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	98,612	1	98,612	231,60
TOTAL VOTES (000'S)			98,612	

Counsel/Wash Rep	Serv	Fee (000)	Year
Baker & Botts#, TX	LC	$3100	'78
Littman, Richter, DC	WR	na	'78
Howrey & Simon, DC	WR	na	'78

Investment Bank	Service
Morgan Stanley & Co, NY	CC, DL, MG
Merrill Lynch W Weld, NY	CC, DC, DA
White Weld & Co Inc, NY	DA, MG

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 11.73% OF STOCK
TOP 10 HOLDERS CONTROL 16.53% OF STOCK
TOP 15 HOLDERS CONTROL 19.46% OF STOCK
TOP 20 HOLDERS CONTROL 21.63% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
32. Manufacturers National Corp	295,648	.29	257,059
33. Travelers Corp<	291,200	.29	284,300
34. Washington Dept of Retirement Systems	287,800M	.28	287,800M
35. Clevetrust Corp	268,572	.26	199,283
36. Bankers Trust New York Corp	254,698	.25	221,171
37. Delaware Management Co Inc*	250,000	.25	250,000
38. New York State Common Retirement Fund	248,100L	.25	248,100L
39. First Kentucky Natl Corp	246,650	.25	245,797
40. United States Fidelity & Guaranty Co	246,000	.25	246,000
41. Northeast Bancorp Inc (Conn)	243,420	.25	234,366
42. Texas Commerce Bancshares Inc	240,784	.23	171,989
43. Boatmens Bankshares Inc	235,385	.23	215,776
44. Rothschild Family Group (France-England)	234,893	.23	229,280
Bank of California NA (234893)			
45. St Paul Companies Inc<	229,000	.22	229,000
St Paul Insur Cos/Fds-Combined (229000)			
46. Crocker National Corp	224,238	.22	144,383
47. Marine Midland Banks Inc	223,957	.22	223,957
48. First National Bancorp Inc	219,965	.21	11,125
49. Texas, University of	212,200	.21	212,200
50. Heller (Walter E) International Corp	204,387	.20	182,937
American Natl Bk & Tr Co/Chicago (204387)			
TOTALS	29,693,404	30.11%	17,894,646

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Manufacturers Hanover Corp<	14,132,369	5.21	13,091,803
Texaco Emp Sav Pl/23225 Pcts (11225694)			
2. National Detroit Corp	2,523,299	.92	2,336,969
3. Norris, Lester & Family	2,271,000X	.83	2,271,000X
4. Capital Group Inc	2,155,900	.78	198,600
Capital Research & Management Co* (1411800)			
Capital Guardian Trust Co (744100)			
5. TIAA-CREF	2,150,000	.78	2,150,000
College Retirement Equities Fund (2150000)			
6. Harris Bankcorp Inc	1,974,000	.72	1,646,000
7. Gulf & Western Industries Inc<	1,500,000	.54	1,500,000
8. Citicorp<	1,456,257	.53	718,838
9. Lord Abbett & Co*	1,422,720	.51	1,422,720
10. Continental Illinois Corp	1,387,130	.50	982,003
11. Phipps Family Interests#	1,385,147	.50	1,385,147
Phipps, Ogden Family & Assoc (145152)			
Forbes, Arthur Patrick Fam & Assoc (115582)			
Bessemer Trust Co NA (1128950)			
12. Wells Fargo & Co	1,347,469	.50	1,347,469
13. Boston Company Inc<	1,322,668	.48	504,972
14. Girard Co	1,260,159	.45	986,359
15. Bankers Trust New York Corp	1,250,198	.45	1,162,165
16. First National Boston Corp	1,181,540	.43	1,160,760
17. Clevetrust Corp	1,111,225	.40	1,026,321
18. Continental Corp<	1,068,518	.38	1,068,518
19. United States Steel Corp	1,052,180	.38	1,052,180
US Steel & Carnegie Pension Tr (1052180)			
20. Morgan (J P) & Co Inc<	887,000	.32	639,000
21. Chase Manhattan Corp	846,674	.30	733,207
22. Northern Trust Corp	809,720	.29	674,284
23. Union National Bk of Pittsburgh	787,870	.28	677,407
24. Batterymarch Financial Mngt Corp	779,640	.28	779,640
25. First Chicago Corp<	757,047	.27	712,573
26. First Union Bancorp	740,351	.26	739,820
27. Crocker National Corp	726,107	.26	470,728
28. Mercantile Bancorporation Inc	721,266	.26	721,266
29. Fidelcor Inc	688,607	.25	688,607
30. Provident National Corp<	667,935	.25	583,797
31. Mellon National Corp	613,708	.22	436,604
32. First Bank System Inc	612,571	.22	587,023
33. Prudential Insurance Co of Am	604,300	.21	604,300
34. Heller (Walter E) International Corp	584,684	.21	473,576
American Natl Bk & Tr Co/Chicago (584684)			
35. Massachusetts Financial Services Inc*	580,370	.20	580,370
36. Marine Midland Banks Inc	567,936	.20	567,936
37. Oppenheimer & Co+	561,332	.20	258,100
38. U S Trust Corp	549,566	.19	512,560
39. Lazard Freres & Co	548,386F	.19	527,700F
40. Chemical New York Corp	545,001	.19	539,015
TOTALS	56,131,850	20.68%	48,519,337

TEXACO

2000 Westchester Ave., White Plains, NY 10650
(914) 253-4000

Business Lines

Business Lines	Percent Op Rev	Percent Income
Petr, Natural Gas, Other	96%	92%
Petrochemical	2	4
Investment Income	2	4
TOTAL ($ millions)	$29,124	$2,063a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Capital	271,454	1	271,454	431,562
TOTAL VOTES (000'S)			271,454	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Howrey & Simon, DC	WR	na	'78
Lee, Toomey & Kent, DC	WR	na	'78
Whiteford, Hart, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Morgan Stanley & Co, NY	DL

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 8.56% OF STOCK
TOP 10 HOLDERS CONTROL 11.41% OF STOCK
TOP 15 HOLDERS CONTROL 13.83% OF STOCK
TOP 20 HOLDERS CONTROL 15.78% OF STOCK

TEXAS EASTERN CORP

1221 McKinney St., Houston, TX 77001
(713) 759-3131

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Sarofim (Fayez) & Co	1,511,372	6.02	1,511,372
2. First City Bancorp of Texas Inc	872,822	3.47	836,739
Texas Eastern Stock Pur Pl/2719 (767215)			
3. Brown, George R Family Interests#	748,480	2.98	748,480
Brown, George R (350000)			
Brown Foundation (370456)			
O'connor, Ralph S (19024)			
Frensley, Herbert J (9000)			
4. Kirby Family Group-Alleghany Corp<	654,200	2.60	602,400
Investors Diversified Ser Inc* (204200)			
IDS Funds-Combined (450000)			
5. Republic of Texas Corp<	564,010	2.24	562,610
6. Metropolitan Life Insurance Co	410,675	1.63	410,675
7. New England Merchants Co Inc	388,051	1.54	-
8. Chemical New York Corp	358,485	1.43	293,759
9. Marsh & Mclennan Cos Inc<	332,600	1.32	137,600
Putnam Management Co* (332600)			
10. Wells Fargo & Co	229,052	.90	229,052
11. U S Trust Corp	225,994	.89	199,707
12. Miller Anderson & Sherrerd	221,900	.87	-
13. Lynch, John F	220,026A	.87	220,026A
14. Fiduciary Trust Co of New York (194400)	204,400	.80	204,400
Beacon Growth Fund (10000)			
15. Robeco (Holland)	200,000	.79	200,000
Rolinco (200000)			
16. Neilson Family Interests	188,884B	.75	188,884B
Neilson, Rulon K (167068)			
Neilson, Alfred J (21816)			
17. Riggs National Bank	169,905	.67	169,705
18. Bethlehem Steel Corp	166,500	.65	166,500
Bethlehem Steel Corp Pension Pl (166500)			
19. Seligman (J & W) & Co+	150,000	.59	150,000
Union Service Corp*			
Tri-Continental Corp (150000)			
20. Brown Bros Harriman & Co	134,984	.53	119,600
21. Bankers Trust New York Corp	123,554	.48	122,000
22. Rice University	103,605	.40	103,605
23. Texas, University of	102,900	.40	102,900
24. Charter New York Corp (292)	95,156	.37	91,849
Irving Trust Co (94864)			
25. Crum & Forster<	93,000	.36	93,000
Crum & Forster Insur Cos-Combined (93000)			
26. Manufacturers Hanover Corp<	91,089	.35	44,346
27. Bjurman (George D) & Associates	88,500	.34	88,500
28. Axe (E W) & Co Inc*	81,300	.31	81,300
29. United Services Automobile Assoc	80,000	.31	80,000
USAA Investment Mngt Co (80000)			
30. Maryland National Corp	78,648	.30	78,648
31. Travelers Corp<	77,400	.30	77,300
32. Adams Express Co	74,000	.28	74,000
Petroleum Corp of America (74000)			
33. State Street Boston Corp	73,332	.28	73,332

CONTINUED ON NEXT PAGE

Business Lines	Percent Op Rev	Percent Income
Gas Pipeline	69%	61%
Petr Prod & Marketing	17	6
Petr Prod Pipeline	4	14
Oil, Gas Expl & Prod	6	18
Real Estate, Other	5	1
TOTAL ($ millions)	$2,028	$350a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	25,124	1	25,124	52,337
TOTAL VOTES (000'S)			25,124	

Counsel/Wash Rep	Serv	Fee (000)	Year
Vinson & Elkins#, TX	LC	$1518	'78
Chapman, Duff & Paul, DC	WR	na	'78
Casey, Lane, NY	WR	na	'77

Investment Bank	Service
Dillon, Read & Co, NY	DA, PL

Accountant

Peat, Marwick, Mitchell & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 17.32% OF STOCK
TOP 10 HOLDERS CONTROL 24.16% OF STOCK
TOP 15 HOLDERS CONTROL 28.43% OF STOCK
TOP 20 HOLDERS CONTROL 31.65% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
34. United Banks of Colorado Inc	72,864	.28	39,864
35. Canada Life Assurance Co	72,400	.28	72,400
36. Pittsburgh National Corp	70,926	.27	69,716
37. Hospital Trust Corp	69,696	.27	69,396
38. FMR Corp Fidelity Mngt & Research Co* (63400)	63,400	.25	63,400
39. First National Bancorp Inc	59,896	.23	58,396
40. Heller (Walter E) International Corp American Natl Bk & Tr Co/Chicago (59445)	59,445	.23	49,235
41. Northeast Bancorp Inc (Conn)	56,918	.22	55,723
42. First Bank System Inc	54,209	.21	45,367
43 United States Fidelity & Guaranty Co	53,700	.20	53,700
44. Northwest Bancorporation< Northwestern Natl Bk Minneapolis (50957)	50,957	.19	50,957
45. Oregon Public Employees Retir System	45,000L	.17	45,000L
TOTALS	9,844,235	39.18%	8,735,443

TEXAS GAS TRANSMISSION

3800 Frederica St., Owensboro, KY 42301
(502) 926-8686

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Bankers Trust New York Corp	541,006	5.47	515,070
2. Liberty National Bk & Tr Co of Louisville	429,737	4.34	429,660
Texas Gas Transmission Thrift Pl (429660)			
3. Lewis Family Interests	391,524A	3.96	391,524A
Lewis, H Lauren (219810)			
Lewis, James T & Assoc (35911)			
Lewis, Allan L & Assoc (44611)			
Lewis, Paul J & Assoc (45911)			
Lewis, David L & Assoc (45911)			
4. Clevetrust Corp	354,104	3.58	324,994
5. TIAA-CREF	285,000	2.88	285,000
College Retirement Equities Fund (285000)			
6. U S Trust Corp	211,140	2.13	183,245
7. Lazard Freres & Co	166,615	1.68	137,000
8. Massachusetts Mutual Life Insur Co	161,000	1.63	161,000
9. Schroders Ltd< (England)	153,875	1.56	86,550
Schroder Naess & Thomas* (153875)			
10. Morgan (J P) & Co Inc<	145,000	1.47	53,000
11. First Kentucky Natl Corp	142,900	1.44	140,339
12. Citizens Fidelity Corp	128,313	1.30	112,357
13. American Express Co<	100,000	1.01	100,000
American Exp Insur Cos-Combined (100000)			
14. Kemper Family Group	96,500	.97	96,500
Kemper Financial Services Inc* (82900)			
Kemper Insur Cos-Combined (13600)			
15. Wells Fargo & Co	94,560	.95	94,560
16. Pittsburgh National Corp	70,575	.70	70,275
17. Hershey Family Interests#	68,774	.69	68,774
Hershey, J W (67774)			
Hershey Foundation (1000)			
18. Heller (Walter E) International Corp	61,300	.61	61,000
American Natl Bk & Tr Co/Chicago (61300)			
19. Provident National Corp<	59,813	.59	52,363
20. Bank of New York Co Inc	59,368	.59	52,268
21. Carnegie Corp of New York	59,000L	.59	59,000L
22. Security Pacific Corp<	57,421	.57	50,740
23. Hospital Trust Corp	54,553	.54	51,353
24. Republic of Texas Corp<	52,150	.52	52,150
25. First Tennessee National Corp	47,495	.47	47,348
26. Tisch Family Group	46,500	.46	46,500
CNA Insur Cos/Fds-Combined (46500)			
27. Bullock (Calvin) Ltd*	45,800	.45	45,800
28. State Mtl Life Assur Co of America	45,300	.45	45,000
State Mtl Life Insur/Fds-Combined (45300)			
29. Rainier Bancorporation	43,600	.43	43,200
30. Butcher Family Interests#	40,645	.40	40,645
Butcher, E D (40084)			
Butcher Fund (561)			
31. Piedmont Management Co Inc<	40,000	.39	40,000
Lexington Management Corp* (40000)			
32. Rice University	39,945	.39	39,945
33. Sarofim (Fayez) & Co	38,137	.38	38,137

CONTINUED ON NEXT PAGE

Business Lines	Percent Op Rev	Percent Income
Gas Transmission	51%	49%
Oil & Gas Expl & Prod	5	25
Trucking	29	4
Barge Oper, Constr, Othr	14	22
TOTAL ($ millions)	$1,220	$142a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	9,893	1	9,893	16,142
TOTAL VOTES (000'S)			9,893	

Counsel/Wash Rep	Serv	Fee (000)	Year
Cahill, Gordon#, NY	LC	$63	'78
Cook & Henderson, DC	WR	na	'78
Gallagher, Boland, DC	WR	na	'78

Investment Bank	Service
Dillon, Read & Co, NY	DL, PA

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 20.23% OF STOCK
TOP 10 HOLDERS CONTROL 28.70% OF STOCK
TOP 15 HOLDERS CONTROL 34.38% OF STOCK
TOP 20 HOLDERS CONTROL 37.61% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
34. Crocker National Corp	37,538	.37	37,538
35. Citizens & Southern National Bk (Georgia)	37,067	.36	37,067
36. American General Insurance Co< American Genl Insur Co-Combined (35686)	35,686	.35	9,685
37. French National Government Banque Nationale de Paris Epargne-Valeur (35000)	35,000	.34	35,000
38. Batterymarch Financial Mngt Corp	34,300	.34	34,300
39. National Securities & Research Corp*	30,000	.29	30,000
40. Invesco Capital Mngt Inc	30,000	.29	-
41. First Pennsylvania Corp (19967) Vestaur Corp (6000)	25,967	.25	5,767
42. Financial General Bankshares Inc	25,502	.25	25,427
43. Miller Anderson & Sherrerd	25,500	.25	-
44. Capital Group Inc Capital Research & Management Co* (25400)	25,400	.25	-
45. Jefferson-Pilot Corp<	25,000	.25	25,000
46. May, Robert G	24,621A	.25	24,621A
47. Ohio School Employees Retir System	22,000	.21	22,000
48. Western Bancorporation<	21,094	.20	20,645
49. Chemical New York Corp	20,712	.20	20,712
50. Wilmington Capital Mngt	19,900	.19	19,900
TOTALS	4,806,937	48.59%	4,362,959

TEXAS UTILITIES

2001 Bryan Tower, Dallas, TX 75201
(214) 653-4600

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. National Detroit Corp	3,302,280	4.09	2,974,273
2. Mercantile Texas Corp	2,802,912	3.47	-
Texas Utilities ESOP & Thrift Pls-10300 Pcts (2802912)			
3. First National Boston Corp	2,404,275	2.98	2,225,175
4. First Chicago Corp<	1,861,665	2.31	1,600,990
5. Chase Manhattan Corp	1,058,020	1.31	788,585
6. Ford Foundation	1,057,162	1.31	1,057,162
7. California Public Emps & Teachers Retir Sys	1,002,000L	1.24	1,002,000L
8. United States Steel Corp	898,039	1.11	898,039
US Steel & Carnegie Pension Tr (898039)			
9. Sears Roebuck & Co	835,503	1.04	835,503
Sears Invest Mngt-Pen & Saving Pls (270000)			
Allstate Insur Cos/Fds-Combined (565503)			
10. Wellington Management Co*	797,675	.98	35,000
11. Bankamerica Corp<	796,194	.98	770,004
12. State Farm Mutl Automobile Insur Co	763,000	.94	763,000
State Farm Insur Cos-Combined (763000)			
13. Travelers Corp<	730,620	.90	551,131
14. Aetna Life & Casualty Co	710,011	.87	710,011
Aetna Insur Cos/Fds-Combined (710011)			
15. Prudential Insurance Co of Am	709,210	.87	709,210
16. General Electric Co	668,280	.82	668,280
General Electric Pension Trust (668280)			
17. Boston Company Inc<	665,875	.82	140,484
18. Clevetrust Corp	635,225	.78	543,530
19. State Street Research & Management Co*	621,000	.76	351,000
20. First Union Bancorp	604,608	.75	591,108
21. First Pennsylvania Corp	597,421	.73	518,673
22. Minnesota State Board of Investment	574,500K	.70	574,500K
23. Lord Abbett & Co*	510,578	.62	510,578
24. International Telephone & Telegraph Corp<	507,700	.62	507,700
Hartford Fire Insur Cos-Combined (507700)			
25. First Bank System Inc	494,516	.60	487,076
26. Scudder Stevens & Clark Co*	472,377	.58	-
27. Kirby Family Group-Alleghany Corp<	468,605	.57	468,605
Investors Diversified Ser Inc*			
IDS Funds-Combined (468605)			
28. Provident National Corp<	458,113	.56	428,283
29. Citicorp<	457,802	.56	265,506
30. INA Corp<	442,000	.54	442,000
INA Insur Cos/Fds-Combined (442000)			
31. New England Mutual Life Insur Co	438,038	.53	174,824
32. Texas Teachers Retir System	421,300	.51	421,300
33. Equitable Life Assur Society of US	410,500	.50	410,500
34. Detroitbank Corp	406,837	.50	405,437
35. City Investing Co<	400,000	.50	400,000
Home Insur Group-Combined (400000)			
36. New York City Comptroller's Office	399,900K	.50	399,900K
37. Bankers Trust New York Corp	392,510	.48	372,330
38. Hospital Trust Corp	392,437	.48	390,727
39. Wells Fargo & Co	377,137	.46	377,137

CONTINUED ON NEXT PAGE

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	40%	na
-Commercial	28	na
-Industrial	23	na
-Wholesale, Other	9	na
TOTAL ($ millions)	$1,604	$343a

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	80,666	1	80,666	59,900
TOTAL VOTES (000'S)			80,666	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Reid & Priest, NY	SP	na	'78
Worsham, Forsythe, TX	LC	na	'78

Investment Bank

Investment Bank	Service
Morgan Stanley & Co, NY	CL, DA
Blyth Eastman Dillon, NY	PL, DL
Goldman Sachs & Co, NY	CC, DA

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 14.17% OF STOCK
TOP 10 HOLDERS CONTROL 19.86% OF STOCK
TOP 15 HOLDERS CONTROL 24.46% OF STOCK
TOP 20 HOLDERS CONTROL 28.42% OF STOCK

TEXAS UTILITIES (cont'd)

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
40. Liberty Mutual Insurance Co	373,200	.45	373,200
41. Crocker National Corp	337,565	.41	259,985
42. Morgan (J P) & Co Inc<	336,000	.41	131,000
43. Brown Bros Harriman & Co	328,925	.40	235,400
44. Chemical New York Corp	328,872	.40	256,599
45. Batterymarch Financial Mngt Corp	326,167	.39	326,167
46. Girard Co	321,285	.39	225,876
47. Miller Anderson & Sherrerd	313,900	.38	-
48. Hartford National Corp	303,273	.37	300,373
49. Capital Group Inc	288,500	.35	500
Capital Research & Management Co* (288000)			
Capital Guardian Trust Co (500)			
50. Northwest Bancorporation< (111918)	284,927	.34	273,819
Northwestern Natl Bk Minneapolis (173009)			
51. American Security Corp (D C)	281,581	.34	281,581
52. State Street Boston Corp	278,802	.34	278,802
53. First International Bancshares Inc	266,518	.32	265,318
54. Lazard Freres & Co	265,700	.32	260,300
55. Royal Insurance Co Ltd (England)	262,200	.32	262,200
Royal Insurs Cos-Combined (262200)			
56. United States Fidelity & Guaranty Co (235000)	258,000	.31	258,000
U S Fid & Guar Insur Cos-Combined (23000)			
57. Republic of Texas Corp<	255,047	.31	240,747
58. Midlantic Banks Inc	247,519	.30	209,069
59. First Kentucky Natl Corp	245,371	.29	233,311
60. Rothschild Family Group (France-England)	236,820	.28	217,585
Bank of California NA (236820)			
61. U S Trust Corp	236,583	.28	143,065
62. Lincoln First Banks Inc	234,528	.28	180,908
63. Fidelity Union Bancorp	228,555	.27	226,355
64. Continental Illinois Corp	221,156	.26	184,814
65. Rowe Price (T) & Associates Inc*	217,300	.26	15,000
66. John Hancock Mutual Life Insur Co	215,856	.26	215,856
67. National City Corp	215,000	.26	203,000
68. Mercantile Bancorporation Inc	212,052	.25	212,052
69. CBT Corp	211,439	.25	210,839
70. Harris Bankcorp Inc	210,000	.25	116,000
71. Riggs National Bank	207,272	.25	206,172
72. Bank of New York Co Inc	206,698	.25	206,698
73. General Reinsurance Corp	201,400	.25	201,400
74. Fidelcor Inc	197,421	.23	197,421
75. Security Pacific Corp<	197,242	.23	165,796
76. Connecticut Mutual Life Insur Co	195,400	.23	195,400
77. Metropolitan Life Insurance Co	195,400	.23	195,400
78. Mercantile Bankshares Corp<	195,355	.23	125,057
79. Manufacturers Hanover Corp<	192,022	.23	96,367
80. Heller (Walter E) International Corp	183,231	.22	159,820
American Natl Bk & Tr Co/Chicago (183231)			
81. New York City Teachers Retirement System	176,900F	.21	176,900F
82. Kentucky Teachers Retirement System	169,362M	.20	169,362M
83. Exxon Corp	167,700	.20	167,700
84. Kentucky State Retirement System	162,890M	.19	162,890M
TOTALS	42,536,759	52.73%	33,793,665

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. First City Bancorp of Texas Inc Transco ESOP & Thrift Pls/1900 (1733567)	1,818,584	7.92	1,818,584
2. TIAA-CREF College Retirement Equities Fund (650000)	650,000	2.83	650,000
3. Rothschild Family Group (France-England) New Court Capital Mngt Inc (543000)	543,000	2.36	536,400
4. Morgan (J P) & Co Inc<	449,000	1.95	153,000
5. Kirby Family Group-Alleghany Corp< Investors Diversified Ser Inc* (373500)	373,500	1.63	263,100
6. Dreyfus Corp*	358,000	1.56	8,000
7. Lehman Brothers Kuhn Loeb Inc	339,107	1.48	330,000
8. Kinsey, Norman V#	277,600	1.21	277,600
9. Century Capital Associates	254,000	1.11	-
10. Neuberger & Berman+ Neuberger & Berman Management Inc* (228876)	228,876	1.00	-
11. American General Insurance Co< American Genl Insur Co-Combined (210000)	210,000	.90	210,000
12. Rowe Price (T) & Associates Inc*	180,200	.77	-
13. Ricketts, R D	175,569X	.75	175,569X
14. Northwest Bancorporation< Northwestern Natl Bk Minneapolis (174026)	174,026	.75	174,026
15. Eaton & Howard Inc*	111,400	.47	-
16. Oppenheimer & Co+	105,800	.45	105,000
17. Citicorp<	103,828	.44	101,018
18. Texas Commerce Bancshares Inc	100,011	.43	99,555
19. National Securities & Research Corp*	100,000	.43	100,000
20. Young Mens Christian Assoc Retir Fund	85,600	.36	85,600
21. General Electric Co Elfun Trusts (80000)	80,000	.34	80,000
22. Bowen, W J#	67,562	.28	67,562
23. First Pennsylvania Corp	66,811	.28	3,616
24. Ohio Casualty Corp< Ohio Casualty Insur Cos-Combined (66000)	66,000	.28	66,000
25. Massachusetts Institute of Technology	62,984	.26	62,984
26. Security Benefit Life Insurance Co Security Management Co Inc* (60000)	60,000	.25	60,000
27. Carnegie Corp of New York	50,000L	.21	50,000L
TOTALS	7,091,458	30.87%	5,477,614

TRANSCO COMPANIES

2700 S. Post Oak, Houston, TX 77001
(713) 871-8000

Business Lines	Percent Op Rev	Percent Income
Gas Pipeline	96%	98%
Oil, Gas Expl & Prod	4	3
Other	-	(1)
TOTAL ($ millions)	$990	$220b

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	22,975	1	22,975	53,868
TOTAL VOTES (000'S)			22,975	

Counsel/Wash Rep	Serv	Fee (000)	Year
Gallagher, Boland, DC	WR	na	'78
Andrews, Kurth, TX	LC	na	'78

Investment Bank	Service
White Weld & Co Inc, NY	DL, PL
Lehman Brothers Inc, NY	PC, DC

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 16.69% OF STOCK
TOP 10 HOLDERS CONTROL 23.03% OF STOCK
TOP 15 HOLDERS CONTROL 26.74% OF STOCK
TOP 20 HOLDERS CONTROL 28.89% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Hunt Family Group	665,200M	7.12	665,200M
Sixth Crescent Investment Co (665200)			
2. Morgan (J P) & Co Inc<	605,000	6.48	3,000
3. BEA Associates Inc	550,777	5.90	550,777
4. Seligman (J & W) & Co+	270,300	2.89	270,300
Union Service Corp*			
National Investors Corp (270300)			
5. Bancroft, James R & Family#	218,694K	2.34	218,694K
6. Security Benefit Life Insurance Co	184,950	1.98	184,950
Security Management Co Inc* (184950)			
7. Oregon Public Employees Retir System	162,000L	1.73	162,000L
8. Capital Group Inc	155,000	1.66	-
Capital Research & Management Co* (155000)			
9. Wells Fargo & Co	136,780	1.46	136,780
10. Travelers Corp<	87,510	.93	87,510
11. Cunningham, Keith A & Family#	69,552K	.73	69,552K
12. State Farm Mutl Automobile Insur Co	46,350	.50	46,350
State Farm Insur Cos-Combined (46350)			
13. Harris Associates Inc*	34,873	.36	-
14. Goodall, M Jr & Family	33,986F	.35	33,986F
15. Groupe des Banques Populaires Francaises	30,000	.31	30,000
Caisse Centrale des Banques Populaires Valorem (30000)			
16. Loeb Rhoades Hornblower & Co Inc	24,604	.25	-
17. Warburg (S G) & Co Ldt (England)	24,450	.25	24,450
Energy International N V (24450)			
18. Union Investment Gmbh (West Germany)	23,000	.25	23,000
Atlanticfonds (23000)			
TOTALS	3,323,026	35.59%	2,506,549

UNC RESOURCES

7700 Leesburg Pike, Falls Church, VA 22043
(703) 821-7900

Business Lines	Percent Op Rev	Percent Income
Uranium Mining, Prod	60%	73%
Nuclear Manufacturing	29	20
Coal Mining	5	2
Other	5	3
Inv Inc, Affiliates	-	2
TOTAL ($ millions)	$302	$77a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	9,338E	1	9,338	17,300
TOTAL VOTES (000'S)			9,338	

Counsel/Wash Rep	Serv	Fee (000)	Year
Johnson, Bromberg#, TX	GC	$476	'78
Bigbee, Stephenson, NM	LC	na	'78
Bell, Boyd, Lloyd, IL	LT	na	'78

Investment Bank	Service
First Boston Corp, NY	DL

Accountant

Peat, Marwick, Mitchell & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 24.74% OF STOCK
TOP 10 HOLDERS CONTROL 32.51% OF STOCK
TOP 15 HOLDERS CONTROL 34.81% OF STOCK
TOP 20 HOLDERS CONTROL 35.59% OF STOCK

UNION CARBIDE

270 Park Ave., New York, NY 10017
(212) 551-2345

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Manufacturers Hanover Corp<	1,750,749	2.69	457,012
Union Carbide Sav Pl-62373 Pcts (1130244)			
2. Lord Abbett & Co*	1,144,136	1.76	1,144,136
3. Bankamerica Corp<	1,033,381	1.59	988,031
4. Prudential Insurance Co of Am	630,415	.96	630,415
5. State Farm Mutl Automobile Insur Co	624,833	.95	624,833
State Farm Insur Cos-Combined (624833)			
6. Northern Trust Corp	539,049	.82	441,878
7. Morgan (J P) & Co Inc<	528,000	.80	277,000
8. Capital Group Inc (5500)	516,500	.78	126,100
Capital Research & Management Co* (105000)			
Capital Guardian Trust Co (406000)			
9. Wells Fargo & Co	501,621	.76	501,621
10. Bankers Trust New York Corp	450,694	.68	423,808
11. TIAA-CREF	434,983	.66	434,983
College Retirement Equities Fund (416483)			
Teachers Insurance & Annuity Assn (18500)			
12. Provident National Corp<	419,453	.63	347,806
13. Continental Investment Corp<	389,433	.59	389,433
Waddell & Reed Fds-Combined (389433)			
14. Chase Manhattan Corp	382,929	.58	297,066
15. Clevetrust Corp	367,056	.55	336,414
16. California Public Emps & Teachers Retir Sys	357,073L	.54	357,073L
17. Lazard Freres & Co	353,465F	.53	332,800F
18. Wellington Management Co*	343,305	.52	15,000
19. Continental Corp<	338,500	.51	338,500
20. Girard Co	304,924	.46	254,786
21. First Kentucky Natl Corp	294,331	.44	290,442
22. United States Steel Corp	284,145	.43	284,145
US Steel & Carnegie Pension Tr (284145)			
23. Batterymarch Financial Mngt Corp	283,200	.43	283,200
24. General Electric Co	272,928	.41	272,928
Elfun Trusts (21197)			
General Electric Pension Trust (251731)			
25. Dodge & Cox Inc*	262,788	.39	262,788
26. Robeco (Holland)	260,000	.39	260,000
27. Kirby Family Group-Alleghany Corp<	250,000	.37	250,000
Investors Diversified Ser Inc*			
IDS Funds-Combined (250000)			
28. Ohio Public Employees Retir System	244,000M	.37	244,000M
29. Chemical New York Corp	233,160	.35	191,120
30. Scudder Stevens & Clark Co*	193,279	.29	50,000
31. New York State Teachers Retir Fund	187,900	.28	187,900
32. Torray, Clark & Co Inc	183,100	.27	-
33. Continental Illinois Corp	175,841	.26	108,098
34. American Express Co<	172,500	.26	172,500
American Exp Insur Cos-Combined (172500)			
35. Security Pacific Corp<	168,947	.25	164,054
36. Heller (Walter E) International Corp	167,412	.25	130,773
American Natl Bk & Tr Co/Chicago (167412)			
37. United Banks of Colorado Inc	163,910	.25	87,860
38. Pittsburgh National Corp	160,418	.25	149,464

CONTINUED ON NEXT PAGE

Business Lines	Percent Op Rev	Percent Income
Chemicals & Plastics	37%	36%
Industrial Gases, Other	16	19
Uranium, Metals, Carbons	18	19
Batteries, Home Prod	17	21
Food, Electronic, Other	12	6
TOTAL ($ millions)	$7,870	$868a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	65,065	1	65,065	176,079
TOTAL VOTES (000'S)			65,065	

Counsel/Wash Rep	Serv	Fee (000)	Year
Kelley, Drye, NY	GC	na	'78
Morgan, Lewis, PA	SC	na	'77
Walker Associates, DC	WR	na	'77

Investment Bank	Service
Morgan Stanley & Co, NY	DV, DL

Accountant

Hurdman & Cranstoun, NY

Concentration

TOP 5 HOLDERS CONTROL 7.97% OF STOCK
TOP 10 HOLDERS CONTROL 11.86% OF STOCK
TOP 15 HOLDERS CONTROL 14.93% OF STOCK
TOP 20 HOLDERS CONTROL 17.54% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
39. Marine Midland Banks Inc	159,742	.25	159,742
40. First & Merchants Corp	154,534	.23	154,084
41. New York State Common Retirement Fund	150,000L	.22	150,000L
42. Boston Company Inc<	148,260	.22	26,290
43. Brundage Story & Rose	147,553	.22	147,553
44. Harris Bankcorp Inc	147,000	.22	110,000
45. First International Bancshares Inc	141,631	.21	141,631
46. Los Angeles County Employees Retir Assoc	140,000M	.21	140,000M
47. First Pennsylvania Corp (113055) Vestaur Corp (25733)	138,788	.20	21,897
48. Texas, University of	135,900	.20	135,900
49. Hospital Trust Corp	135,690	.20	132,260
50. Centran Corp	131,475	.19	131,475
51. New York City Comptroller's Office	60,462K	.08	60,462K
TOTALS	17,159,393	26.37%	13,619,261

UNION ELECTRIC

1901 Gratiot St., St. Louis, MO 63103
(314) 621-3222

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. First Union Bancorp Union Electric St Pur Pl/Pcts (1789147)	2,283,027	3.97	2,282,952
2. Boatmens Bankshares Inc Union Electric TRASOP-6600 Pcts (456676)	628,001	1.09	619,255
3. National Life Insurance Co Natl Insur Cos & Sentinel Fds (265000)	265,000	.45	265,000
4. Mercantile Bancorporation Inc	195,246	.33	195,246
TOTALS	3,371,274	5.87%	3,362,453

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	37%	na
-Commercial	28	na
-Industrial	23	na
-Other	6	na
Gas, Steam, Water	7	na
TOTAL ($ millions)	$904	$120c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	51,909	1	51,909	157,956
Pfd	5,559	1	5,559	23,042
TOTAL VOTES (000'S)			57,468	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Schlafly, Griesedieck, MO	LC	$ 745	'78
Lowenstein, Newman, DC	WR	na	'78
Shaw, Pittman, Potts, DC	WR	na	'78

Investment Bank

Investment Bank	Service
Merrill Lynch W Weld, NY	CL, DA
Bache Halsey Stuart, NY	CC, DA
Lehman Kuhn Loeb, NY	MI

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 5.87% OF STOCK
TOP 10 HOLDERS CONTROL 5.87% OF STOCK
TOP 15 HOLDERS CONTROL 5.87% OF STOCK
TOP 20 HOLDERS CONTROL 5.87% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS Investment Authority Number of Shares	% of Total	Voting Power
1. Security Pacific Corp<	2,800,667	6.37	2,368,620
Union Oil Prof Sharing Pl/11795 (2368620)			
Union Oil ESOP-12295 Pcts (207853)			
2. Capital Group Inc (11300)	825,900	1.88	90,200
Capital Research & Management Co* (676500)			
Capital Guardian Trust Co (138100)			
3. Prudential Insurance Co of Am	818,400	1.86	818,400
4. Equitable Life Assur Society of US	697,100	1.59	697,100
5. Bank of New York Co Inc	520,181	1.18	320,181
6. Pioneer Western Corp<	445,400	1.01	405,200
Pioneering Management Corp* (445400)			
7. General Electric Co	430,000	.97	430,000
General Electric Pension Trust (430000)			
8. Citicorp<	418,551	.94	356,539
9. Manufacturers Hanover Corp<	404,977	.91	388,186
10. State Farm Mutl Automobile Insur Co	353,000	.79	353,000
State Farm Investment Mngt Corp* (53000)			
State Farm Insur Cos-Combined (300000)			
11. National City Corp	314,000	.70	289,000
12. Dodge & Cox Inc*	295,293	.66	295,293
13. Neuberger & Berman+	294,776	.66	-
Neuberger & Berman Management Inc* (294776)			
14. Chemical New York Corp	270,402	.61	226,512
15. Ohio State Teachers Retir System	269,700	.60	269,700
16. Brundage Story & Rose	265,888	.59	265,888
17. California, University of	259,158	.58	259,158
18. Dreyfus Corp*	251,171	.56	171
19. Wells Fargo & Co	242,998	.54	242,998
20. First International Bancshares Inc	242,547	.54	234,356
21. New England Mutual Life Insur Co	241,542	.54	76,075
22. Seligman (J & W) & Co+	230,000	.51	230,000
Union Service Corp*			
Broad Street Investing Corp (80000)			
Tri-Continental Corp (150000)			
23. U S Trust Corp	218,216	.50	195,285
24. New York State Common Retirement Fund	205,000L	.46	205,000L
25. Lord Abbett & Co*	201,200	.45	201,200
26. Massachusetts Financial Services Inc*	200,000	.44	200,000
27. Continental Illinois Corp	187,273	.42	154,975
28. Scudder Stevens & Clark Co*	177,904	.39	50,000
29. Mercantile Bancorporation Inc	174,640	.39	174,640
30. Massachusetts Mutual Life Insur Co	168,540	.37	168,540
31. Sarofim (Fayez) & Co	154,594	.34	154,594
32. Doheny, William H & Fam#	151,746	.34	151,746
33. Stanford University	143,460F	.32	143,460F
34. United States Steel Corp	143,300	.32	143,300
US Steel & Carnegie Pension Tr (143300)			
35. Oppenheimer & Co+	139,372	.31	115,000
36. Morgan (J P) & Co Inc<	137,000	.30	116,000
37. Rosenberg Capital Management	135,600	.30	135,600
38. California Public Emps & Teachers Retir Sys	134,650L	.30	134,650L
39. Bankers Trust New York Corp	129,554	.28	122,785

CONTINUED ON NEXT PAGE

UNION OIL OF CALIF

Union Oil Ctr., Los Angeles, CA 90017
(213) 486-7600

Business Lines	Percent Op Rev	Percent Income
Petroleum Expl, Prod	89%	100%
Chemicals	11	14
Uranium, Minerals	2	3
Other	1	-
Inter-co Trans, Other	(3)	(17)
TOTAL ($ millions)	$6,490	$750b

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	43,963	1	43,963	84,996
TOTAL VOTES (000'S)			43,963	

Counsel/Wash Rep	Serv	Fee (000)	Year
Miller & Chevalier, DC	WR	na	'78
Walker Associates, DC	WR	na	'78
McDonald Associates, DC	WR	na	'77

Investment Bank	Service
Dillon, Read & Co, NY	DL
Warburg Paribas, IL	DA

Accountant

Coopers & Lybrand, NY

Concentration

TOP 5 HOLDERS CONTROL 12.88% OF STOCK
TOP 10 HOLDERS CONTROL 17.55% OF STOCK
TOP 15 HOLDERS CONTROL 20.83% OF STOCK
TOP 20 HOLDERS CONTROL 23.70% OF STOCK

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
40. Dupont Family Interests	119,965	.26	8,868
Du Pont (E I) de Nemours & Co Inc (106000)			
Wilmington Trust Co (13965)			
41. New York City Comptroller's Office	114,700K	.25	114,700K
42. Clevetrust Corp	111,890	.25	96,845
43. Forstmann-Leff Associates	110,500	.25	110,500
44. First Kentucky Natl Corp	109,862	.25	99,417
45. Western Bancorporation<	100,558	.22	90,744
46. Madison Fund Inc	100,000	.22	100,000
47. Heller (Walter E) International Corp	98,273	.21	71,813
American Natl Bk & Tr Co/Chicago (98273)			
48. Templeton (John M) Family Interests	96,260	.21	260
Templeton Invest Counsel Ltd* (Canada)			
49. Connecticut General Insurance Corp	96,000	.21	80,000
Conn Genl Insur Cos/Fds-Combined (96000)			
50. Teledyne Inc	93,850	.20	93,850
Argonaut Insurance Co (60700)			
United Insurance Co of America (33150)			
TOTALS	14,845,558	33.77%	12,050,349

UNION PACIFIC

345 Park Ave., New York, NY 10022
(212)826-8200

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Equitable Life Assur Society of US	1,076,000	2.26	1,076,000
2. Harriman Family Interests#	946,062A	1.99	946,062A
Gerry, Eldridge T (692222)			
Lovett, Robert A (15000)			
Harriman, E Roland-Deceased (238840)			
3. Morgan (J P) & Co Inc<	870,000	1.83	453,000
4. Citicorp<	851,748	1.79	326,358
Union Pacific Thrift Pl-3700 Pct (226631)			
5. Mellon National Corp	733,993	1.54	302,893
6. Brown Bros Harriman & Co	631,606	1.33	328,000
7. Ford Foundation	538,300	1.13	538,300
8. Donaldson Lufkin & Jenrette Inc< (506892)	536,892	1.13	89,392
Alliance Capital Management Corp* (30000)			
9. Chemical New York Corp	525,763	1.10	379,005
10. Kirby Family Group-Alleghany Corp<	508,400	1.07	430,700
IDS Life Insurance Co (12000)			
Investors Diversified Ser Inc* (346400)			
IDS Funds-Combined (150000)			
11. California, University of	504,440	1.06	504,440
12. Manufacturers Hanover Corp<	493,700	1.04	464,946
13. Northern Trust Corp	426,158	.89	388,381
14. Hospital Trust Corp	417,760	.87	412,256
15. New York State Common Retirement Fund	376,000L	.78	376,000L
16. New Jersey Division of Investment	345,000M	.71	345,000M
17. U S Trust Corp	336,774	.70	297,019
18. Schroders Ltd< (England)	302,492	.63	237,400
Schroder Naess & Thomas* (302492)			
19. TIAA-CREF	300,000	.62	300,000
College Retirement Equities Fund (300000)			
20. Bank of New York Co Inc	286,598	.59	285,750
21. Bjurman (George D) & Associates	275,900	.57	275,900
22. First Union Bancorp	271,167	.56	260,197
23. First National Bancorp Inc	267,033	.55	146,266
24. Lord Abbett & Co*	266,600	.55	266,600
25. Bethlehem Steel Corp	264,000	.54	264,000
Bethlehem Steel Corp Pension Pl (264000)			
26. Travelers Corp<	247,500	.51	193,200
27. Metropolitan Life Insurance Co	243,350	.50	243,350
28. Ohio Public Employees Retir System	243,000M	.50	243,000M
29. Bankers Trust New York Corp	235,646	.50	206,865
30. Robeco (Holland)	235,000	.48	235,000
31. Lazard Freres & Co	215,530	.44	204,200
32. New England Mutual Life Insur Co	213,696	.44	139,400
33. Wells Fargo & Co	212,813	.44	212,813
34. New York City Comptroller's Office	193,800K	.40	193,800K
35. Crocker National Corp	193,509	.40	145,403
36. Sears Roebuck & Co	192,000	.39	192,000
Sears Invest Mngt-Pen & Saving Pls (192000)			
37. Bankamerica Corp<	173,540	.35	160,040
38. Marine Midland Banks Inc	171,118	.35	171,118
39. First Bank System Inc	169,240	.35	150,090
40. National Securities & Research Corp*	162,800	.33	162,800

CONTINUED ON NEXT PAGE

Business Lines	Percent Op Rev	Percent Income
Railroad	51%	53%
Oil & Gas Expl & Prod	45	36
Coal, Uranium Mining	2	10
Land Development	1	3
Corporate, Other	1	3
TOTAL ($ millions)	$2,989	$264c

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	47,592	1	47,592	68,456
TOTAL VOTES (000'S)			47,592	

Counsel/Wash Rep	Serv	Fee (000)	Year
Shea, Gould, Climenko#, NY	TC	na	'78
Williams & Connolly, DC	WR	na	'78
Sidley & Austin, IL	WR	na	'78

Investment Bank	Service
First Boston Corp, NY	DL, MG
Salomon Brothers, NY	DC

Accountant

Deloitte, Haskins & Sells, NY

CHANGES IN CONTROL: Pending regulatory approval, Company agreed on 1-80 to acquire MISSOURI PACIFIC CORP.

Concentration

TOP 5 HOLDERS CONTROL 9.41% OF STOCK
TOP 10 HOLDERS CONTROL 15.17% OF STOCK
TOP 15 HOLDERS CONTROL 19.83% OF STOCK
TOP 20 HOLDERS CONTROL 23.13% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
41. Minnesota State Board of Investment	162,300K	.33	162,300K
42. Scudder Stevens & Clark Co*	154,823	.32	-
43. Western Bancorporation<	154,012	.31	150,912
44. State Street Boston Corp	146,076	.30	146,076
45. Trust Co of Georgia	142,343	.29	140,743
46. Dodge & Cox Inc*	138,146	.28	138,146
47. Pennsylvania State Employees Retir System	137,000L	.28	137,000L
48. FMR Corp	130,000	.26	130,000
Fidelity Mngt & Research Co* (130000)			
49. First Security Corp	129,840	.26	127,240
50. American General Insurance Co<	122,000	.25	122,000
American Genl Insur Co-Combined (122000)			
51. American Security Corp (D C)	119,622	.25	119,622
52. Continental Illinois Corp	114,930	.23	98,600
53. Charter New York Corp (3324)	114,480	.23	104,254
Irving Trust Co (111156)			
54. Northwest Bancorporation< (20803)	110,638	.22	110,618
Northwestern Natl Bk Minneapolis (89835)			
55. Helier (Walter E) International Corp	109,016	.22	80,010
American Natl Bk & Tr Co/Chicago (109016)			
56. Illinois State Teachers Retir System	105,000F	.21	105,000F
57. Rothschild Family Group (France-England)	102,997	.21	83,347
Bank of California NA (97297)			
New Court Capital Mngt Inc (5700)			
58. Clevetrust Corp	102,460	.21	91,505
59. Wertheim & Co Inc	97,700	.20	97,700
60. First National Cincinnati Corp	97,537	.19	96,437
61. Harris Bankcorp Inc	97,000	.19	75,000
62. Chase Manhattan Corp	96,501	.19	85,508
63. SBHU Holdings Inc	95,800	.19	-
TOTALS	18,235,149	38.32%	14,953,962

UNITED ENERGY RESOURCES

700 Milam, Houston, TX 77002, (713) 237-4123

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Hunt Family Group	710,787M	6.00	710,787M
Placid Oil Co (710787)			
2. Cotton, Doyle W Jr & Fam#	546,021	4.61	546,021
3. First National Bank of Shreveport	448,268	3.78	448,268
United Energy Resources Sav Pl (448268)			
4. TIAA-CREF	442,300	3.73	442,300
College Retirement Equities Fund (405300)			
Teachers Insurance & Annuity Assn (37000)			
5. Seligman (J & W) & Co+	225,000	1.90	225,000
Union Service Corp*			
Broad Street Investing Corp (225000)			
6. Batterymarch Financial Mngt Corp	105,800	.88	105,800
7. Boston Company Inc<	99,064	.83	1,100
8. Morgan (J P) & Co Inc<	75,000	.62	75,000
9. Hines, Gerald D & Fam#	74,400	.62	74,400
10. Oppenheimer & Co+	57,630	.48	56,500
11. Bankers Trust New York Corp	51,572	.43	50,339
12. Sarofim (Fayez) & Co	47,542	.39	47,542
13. Roff, J Hugh Jr & Fam#	45,326	.37	45,326
14. Security Benefit Life Insurance Co	40,000	.33	40,000
Security Management Co Inc* (40000)			
15. Burkhart, J L	30,920Y	.25	30,920Y
16. Cassin, William B & Fam#	30,194	.25	30,194
17. Chemical New York Corp	26,526	.21	26,436
18. Seafirst Corp	25,542	.21	25,542
19. Houghton, Stephen W	24,450Y	.20	24,450Y
20. Nelson, John C & Fam#	23,620	.19	23,620
21. Young, Gary W	21,754Y	.17	21,754Y
TOTALS	3,151,716	26.61%	3,051,299

Business Lines

Business Lines	Percent Op Rev	Percent Income
Gas Pipeline-Interstate	59%	66%
Gas Pipeline-Intrastate	37	30
Oil, Gas Expl & Prod	2	6
Corporte, Other	2	(2)
TOTAL ($ millions)	$2,004	$157

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	11,846	1	11,846	39,498
TOTAL VOTES (000'S)			11,846	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Baker & Botts, TX	LC	na	'78

Investment Bank

Investment Bank	Service
Merrill Lynch W Weld, NY	DL

Accountant

Arthur Andersen & Co, IL

Concentration

TOP 5 HOLDERS CONTROL 20.03% OF STOCK
TOP 10 HOLDERS CONTROL 23.50% OF STOCK
TOP 15 HOLDERS CONTROL 25.32% OF STOCK
TOP 20 HOLDERS CONTROL 26.42% OF STOCK

UNITED STATES STEEL

600 Grant St., Pittsburgh, PA 15230
(412) 433-1121

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. United States Steel Corp	11,299,449	13.21	-
US Steel & Carnegie Pension Tr (11299449)			
2. Morgan (J P) & Co Inc<	2,190,000	2.56	1,692,000
3. Capital Group Inc	1,511,700	1.77	465,800
Capital Research & Management Co* (361300)			
Capital Guardian Trust Co (1150400)			
4. Dupont Family Interests	1,142,668	1.34	2,668
Du Pont (E I) de Nemours & Co Inc (1110000)			
Wilmington Trust Co (32668)			
5. Manufacturers Hanover Corp<	1,067,680	1.25	12,051
6. Lord Abbett & Co*	952,100	1.11	952,100
7. New York State Teachers Retir Fund	676,250	.78	676,250
8. TIAA-CREF	643,000	.75	643,000
College Retirement Equities Fund (609000)			
Teachers Insurance & Annuity Assn (34000)			
9. Mellon National Corp	448,106	.51	170,556
10. Robeco (Holland)	402,000	.46	402,000
11. Ohio State Teachers Retir System	337,700	.38	337,700
12. Torray, Clark & Co Inc	294,600	.33	-
13. Sarofim (Fayez) & Co	276,920	.31	276,920
14. Massachusetts Financial Services Inc*	275,000	.31	275,000
15. Wells Fargo & Co	266,784	.30	266,784
16. Bankers Trust New York Corp	258,877	.29	254,377
17. Clevetrust Corp	227,217	.26	213,026
18. Mutual Life Insurance Co of NY	226,250	.25	226,250
19. Mutual Life Assurance Co of Canada	221,600	.25	221,600
20. Chemical New York Corp	217,586	.25	167,143
21. Wisconsin Investment Board	217,400	.25	217,400
22. New York State Common Retirement Fund	216,400L	.25	216,400L
23. State Farm Mutl Automobile Insur Co	198,000	.22	198,000
State Farm Insur Cos-Combined (198000)			
24. Brundage Story & Rose	194,904	.22	194,904
25. Heller (Walter E) International Corp	178,220	.20	142,618
American Natl Bk & Tr Co/Chicago (178220)			
TOTALS	23,940,411	27.98%	8,224,547

Business Lines	Percent Op Rev	Percent Income
Steel Manufacturing	81%	12%
Fabricating, Engineering	14	28
Industrial Chemicals	7	7
Uranium, Coal, Utility	9	51
Inter-co Trans	(11)	2
TOTAL ($ millions)	$11,050	$286a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	85,567	1	85,567	258,239
TOTAL VOTES (000'S)			85,567	

Counsel/Wash Rep	Serv	Fee (000)	Year
White & Case, NY	SC	na	'78
Ely Law Offices, DC	WR	na	'78
Rooks, Pitts, IL	LC	na	'77

Investment Bank	Service
Morgan Stanley & Co, NY	DL

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 20.11% OF STOCK
TOP 10 HOLDERS CONTROL 23.76% OF STOCK
TOP 15 HOLDERS CONTROL 25.46% OF STOCK
TOP 20 HOLDERS CONTROL 26.80% OF STOCK

VIRGINIA ELEC & POWER

1 James River Plz., Richmond, VA 23261
(804) 771-3520

	MANAGED HOLDINGS		
	Investment Authority		
PRINCIPAL STOCKHOLDERS	Number of Shares	% of Total	Voting Power
1. Prudential Insurance Co of Am	821,400	.95	821,400
2. Capital Group Inc	820,000	.95	-
Capital Research & Management Co* (820000)			
3. Harris Bankcorp Inc	787,000	.91	722,000
4. Bankers Trust New York Corp	706,255	.82	696,394
5. FMR Corp	702,000	.81	702,000
Fidelity Mngt & Research Co* (702000)			
6. Connecticut General Insurance Corp	615,000	.71	590,000
Conn Genl Insur Cos/Fds-Combined (615000)			
7. United States Steel Corp	613,051	.71	613,051
US Steel & Carnegie Pension Tr (613051)			
8. Los Angeles County Employees Retir Assoc	600,000M	.69	600,000M
9. Chase Manhattan Corp	508,920	.59	372,807
10. Lord Abbett & Co*	440,000	.51	440,000
11. Minnesota State Board of Investment	424,098K	.50	424,098K
12. City Investing Co<	399,834	.46	399,834
Home Insur Group-Combined (399834)			
13. U S Trust Corp	380,198	.44	253,800
14. Wells Fargo & Co	370,481	.42	370,481
15. Chubb Corp<	364,300	.42	364,300
16. Fiduciary Trust Co of New York	356,000	.41	356,000
17. Citicorp<	340,568	.39	164,945
18. State Farm Mutl Automobile Insur Co	331,200	.38	331,200
State Farm Insur Cos-Combined (331200)			
19. Centran Corp	328,546	.38	328,546
20. Institutional Capital Corp	327,000	.37	37,500
21. BEA Associates Inc	305,000	.35	305,000
22. Vilas Fischer Associates Ltd	304,770	.35	290,500
23. Metropolitan Life Insurance Co	298,800	.34	298,800
24. Continental Corp<	297,832	.34	297,832
25. Dreyfus Corp*	294,100	.34	94,100
26. New York State Common Retirement Fund	260,000L	.30	260,000L
27. Ford Foundation	250,000	.28	250,000
28. Bullock (Calvin) Ltd*	236,200	.27	236,200
29. Bankers Life Co	218,500	.25	218,500
30. Heller (Walter E) International Corp	192,325	.22	149,550
American Natl Bk & Tr Co/Chicago (192325)			
31. Girard Co	188,912	.21	162,002
32. Manufacturers Hanover Corp<	184,277	.21	158,262
33. Tisch Family Group	180,300	.20	180,300
CNA Insur Cos/Fds-Combined (180300)			
TOTALS	13,446,867	15.78%	11,489,402

Business Lines

Business Lines	Percent Op Rev	Percent Income
Electricity-Residential	38%	na
-Commercial	27	na
-Industrial	12	na
-Wholesale, Other	19	na
Gas, Other	3	na
TOTAL ($ millions)	$1,465	$204c

Stock Class

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	85,241	1	85,241	155,300
TOTAL VOTES (000'S)			85,241	

Counsel/Wash Rep

Counsel/Wash Rep	Serv	Fee (000)	Year
Hunton & Williams, VA	SC	na	'79
Belnap, McCarthy, IL	WR	na	'78

Investment Bank

Investment Bank	Service
Morgan Stanley & Co, NY	DL, CC, PA
Merrill Lynch W Weld, NY	CL, DC, DA
Wheat First Sec, VA	DC, CC

Accountant

Coopers & Lybrand, NY

Concentration

TOP 5 HOLDERS CONTROL 4.50% OF STOCK
TOP 10 HOLDERS CONTROL 7.76% OF STOCK
TOP 15 HOLDERS CONTROL 10.03% OF STOCK
TOP 20 HOLDERS CONTROL 12.01% OF STOCK

WASHINGTON WATER POWER

E. 1411 Mission, Spokane, WA 99202, (509) 489-0500

Business Lines	Percent Op Rev	Percent Income
Electricity	57%	88%
Gas	41	11
Steam, Water	2	1
TOTAL ($ millions)	$207	$49a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	8,978	1	8,978	34,593
TOTAL VOTES (000'S)			8,978	

Counsel/Wash Rep	Serv	Fee (000)	Year
Paine, Lowe, Coffin, WA	LC	na	'78
Reid & Priest, NY	WR	na	'78
Leighton & Sherline, DC	WR	na	'78

Investment Bank	Service
Kidder, Peabody & Co, NY	CL, PL, DL
Dean Witter Reynolds, CA	CC, DC, PC
White Weld & Co Inc, NY	PC, DC

Accountant

Deloitte, Haskins & Sells, NY

Concentration

TOP 5 HOLDERS CONTROL 3.06% OF STOCK
TOP 10 HOLDERS CONTROL 3.06% OF STOCK
TOP 15 HOLDERS CONTROL 3.06% OF STOCK
TOP 20 HOLDERS CONTROL 3.06% OF STOCK

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS Investment Authority Number of Shares	 % of Total	 Voting Power
1. Pioneer Western Corp< Pioneering Management Corp* (181700)	181,700	2.02	181,700
2. Idaho First National Bk	49,200	.54	49,200
3. American Security Corp (D C)	43,900	.48	43,900
TOTALS	274,800	3.06%	274,800

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Prudential Insurance Co of Am	1,086,100	1.27	1,086,100
2. Citicorp< Westinghouse Electric Investment & Savings Plans-25000 (933857)	933,857	1.09	-
3. Bankamerica Corp<	725,848	.84	725,848
4. Morgan (J P) & Co Inc<	691,000	.80	678,000
5. California Public Emps & Teachers Retir Sys	489,600L	.56	489,600L
6. Robeco (Holland) (300000) Rolinco (145000)	445,000	.51	445,000
7. Dupont Family Interests Du Pont (E I) de Nemours & Co Inc (425000) Wilmington Trust Co (11999)	436,999	.50	8,879
8. United Banks of Colorado Inc	397,900	.45	209,800
9. First National Bancorp Inc	392,325	.45	7,600
10. FMR Corp Fidelity Mngt & Research Co* (386000)	386,000	.44	386,000
11. Wells Fargo & Co	366,391	.42	366,391
12. Atlanta Capital Mngt Corp	339,700	.39	339,700
13. Baring Brothers Inc (England) Endowment Management & Res Co* (336900)	336,900	.38	125,500
14. Roulston & Co Inc	315,006	.36	-
15. Pittsburgh National Corp	306,274	.35	288,874
16. Oppenheimer & Co+	300,800	.34	282,700
17. International Telephone & Telegraph Corp< Hartford Fire Insur Cos-Combined (297100)	297,100	.34	297,100
18. United States Steel Corp US Steel & Carnegie Pension Tr (296800)	296,800	.34	296,800
19. Bankers Trust New York Corp	274,998	.31	268,598
20. Delaware Management Co Inc*	270,000	.30	270,000
21. New York State Common Retirement Fund	252,041L	.28	252,041L
22. Dreyfus Corp*	250,000	.28	-
23. Gates Rubber Co< Financial Programs Inc* (250000)	250,000	.28	250,000
24. U S Trust Corp	227,400	.26	204,466
25. Heller (Walter E) International Corp American Natl Bk & Tr Co/Chicago (216722)	216,722	.25	138,700
26. Clevetrust Corp	207,662	.23	198,162
27. Yale University	200,000F	.22	200,000F
28. Vance Sanders & Co Inc*	195,000	.22	-
29. Chase Manhattan Corp	174,291	.19	167,321
30. Los Angeles County Employees Retir Assoc	160,000M	.18	160,000M
TOTALS	11,221,714	13.08%	8,143,180

WESTINGHOUSE ELECTRIC

Westinghouse Bldg., Pittsburgh, PA 15222
(412) 255-3800

Business Lines	Percent Op Rev	Percent Income
Power & Nuclear Systems	35%	28%
Electr, Ind Products	38	46
Weapons Systems, Other	23	21
Broadcasting	3	12
Other, Eliminations	-	(7)
TOTAL ($ millions)	$6,663	$491a

Stock Class	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	85,789	1	85,789	193,006
TOTAL VOTES (000'S)			85,789	

Counsel/Wash Rep	Serv	Fee (000)	Year
Cravath, Swaine, NY	LC	na	'78
Donovan, Leisure, NY	LT	na	'78
Dawson, Riddell, DC	WR	na	'78

Investment Bank	Service
Lehman Kuhn Loeb, NY	DA, DL, CL
First Boston Corp, NY	CC, DC, DA

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 4.58% OF STOCK
TOP 10 HOLDERS CONTROL 6.98% OF STOCK
TOP 15 HOLDERS CONTROL 8.92% OF STOCK
TOP 20 HOLDERS CONTROL 10.59% OF STOCK

WISCONSIN ELEC POWER

231 W. Michigan St., Milwaukee, WI 53201
(414) 277-2345

PRINCIPAL STOCKHOLDERS	MANAGED HOLDINGS		
	Investment Authority		
	Number of Shares	% of Total	Voting Power
1. Dupont Family Interests	791,900	3.94	-
Du Pont (E I) de Nemours & Co Inc (791900)			
2. Prudential Insurance Co of Am	419,308	2.09	419,308
3. First Union Bancorp	406,060	2.02	399,835
4. Boatmens Bankshares Inc	328,004	1.63	301,665
5. California, University of	305,850	1.52	305,850
6. Continental Corp<	289,964	1.44	289,964
7. Clevetrust Corp	288,501	1.44	266,317
8. Harvard University	265,426	1.32	265,426
9. First National Boston Corp	250,470	1.25	244,690
10. Lincoln National Corp<	243,477	1.21	243,477
Lincoln Natl Insur/Fds-Combined (243477)			
11. Mercantile Bankshares Corp<	233,295	1.16	147,835
12. United States Steel Corp	220,283	1.10	220,283
US Steel & Carnegie Pension Tr (220283)			
13. Travelers Corp<	179,750	.89	179,500
14. Marshall & Ilsley Corp	177,000	.87	171,000
Wisconsin Elect Power TRASOP-5711 (93339)			
15. First Wisconsin Corp	156,882	.77	156,882
16. Morgan (J P) & Co Inc<	155,000	.76	43,000
17. Northwestern Mutual Life Insur Co	142,255	.70	142,255
18. Dreyfus Corp*	110,000	.54	-
19. Manufacturers Hanover Corp<	101,050	.50	91,290
20. Mercantile Bancorporation Inc	96,511	.47	96,511
21. Girard Co	92,623	.45	53,958
22. Tisch Family Group	89,279	.43	89,279
CNA Insur Cos/Fds-Combined (89279)			
23. Hartford National Corp	80,604	.39	79,774
24. National Investment Ser of America Inc	80,400	.39	80,400
25. Rothschild Family Group (France-England)	77,153	.37	73,460
Bank of California NA (77153)			
26. Heritage Wisconsin Corp	76,373	.37	5,023
27. American Express Co<	76,200	.37	76,200
American Exp Insur Cos-Combined (76200)			
28. Virginia National Bankshares Inc	64,414	.31	60,385
29. American Family Corp<	64,040	.31	64,040
American Family Life Assur Co (64040)			
30. Batterymarch Financial Mngt Corp	63,600	.31	63,600
31. Wells Fargo & Co	61,549	.30	61,549
32. Continental Illinois Corp	59,198	.28	58,163
33. Lincoln First Banks Inc	55,670	.27	37,739
34. Hartford Steam Boiler Inspect & Insur Co	55,400	.27	55,400
35. New York City Teachers Retirement System	53,800F	.26	53,800F
36. Harris Bankcorp Inc	52,000	.25	36,000
37. Indiana National Corp	51,750	.25	48,050
38. Shawmut Corp	51,131	.25	46,137
39. United Missouri Bancshares Inc	51,000	.25	38,000
40. American Security Corp (D C)	50,678	.25	50,678
41. First City Bancorp of Texas Inc	50,300	.25	50,300
42. Marsh & Mclennan Cos Inc<	50,000	.25	50,000
Putnam Management Co* (50000)			
43. Crocker National Corp	49,690	.25	19,690
TOTALS	6,617,838	32.96%	5,236,713

Business Lines

	Percent Op Rev	Percent Income
Electricity	77%	88%
Gas	21	11
Steam	1	1
TOTAL ($ millions)	$753	$175a

Stock Class

	Shares (000's)	Votes/ Share	Votes (000's)	Holders of Record
Common	18,474	1	18,474	50,396
6% Pfd	45	1	45	800
Serial Pfd	1,560	1	1,560	11,012
TOTAL VOTES (000'S)			20.078	

Counsel/Wash Rep

	Serv	Fee (000)	Year
Sullivan & Cromwell, NY	SC	na	'78
Shaw, Pittman, Potts, DC	WR	na	'79
Belnap, McCarthy, IL	WR	na	'79

Investment Bank

	Service
Merrill Lynch, NY	CL
Salomon Brothers, NY	CC
Baird & Co, WI	CC

Accountant

Price, Waterhouse & Co, NY

Concentration

TOP 5 HOLDERS CONTROL 11.21% OF STOCK
TOP 10 HOLDERS CONTROL 17.88% OF STOCK
TOP 15 HOLDERS CONTROL 22.69% OF STOCK
TOP 20 HOLDERS CONTROL 25.70% OF STOCK

CDE Control Chart: U.S. Private Companies

Company	Major Shareholder	Accountant	Counsel/Washington Representative	Investment Bank
American Industries & Resources	Not available	Not Available	Not Available	Not Available
Bechtel Corp	Stephen D. Bechtel & Family (40%); 58 company officers & families (60%).	Not Available	Burwell, Hansen & Manley (LC, '78) Ragan & Mason, DC (WR, '78) Walker Associates, DC (WR, '78)	Dillon, Read (MG)
Burns & Roe	Not Available	Not Available	Not Available	Not Available
Drummond Co	Gary W. Drummond, Sr., E.A. Drummond & Family (88.6%).	Arthur Young	Cabaniss, Johnston, AL (GC, '77)[1] Kaye, Scholer, NY (SC, '78)	Goldman Sachs (DA)[1]
Energy Fuels	Robert Adams & Family are believed to be major shareholders.	Not Available	Not Available	Not Available
General Atomic	SHELL OIL CO (50%); GULF OIL CORP (50%).	Not Available	Leighton, Conklin, DC (WR, '78)	Not Available
Kiewit (Peter) & Sons	Peter Kiewit & Family.	Not Available	Not Available	Not Available
Lincoln Corp	Not Available	Not Available	Not Available	Not Available
Peabody Holding	Newmont Mining Corp (27.5%); Williams Cos (27.5%); Bechtel Corp (15%); Boeing Co (15%); FLUOR CORP (10%); Equitable Life Assur Soc of the U.S. (5%).	Not Available	Not Available	Lazard Freres (DA)
Sea Robin Pipeline	SOUTHERN NATURAL RESOURCES INC (50%); UNITED ENERGY RESOURCES INC (50%).	Not Available	Not Available	Not Available
Stearns-Roger Corp	Not Available	Not Available	Holland & Hait, CO (LC, '78)	Not Available

DA, agent in a private debt placement.
GC, general counsel.
LC, legal counsel.
MG, financial advisor in a merger/acquisition.
SC, securities counsel.
WR, Washington representative.

[1] Relationship applies to Company subsidiary Alabama By-Products Corp.

SOURCE: Compiled by CDE from public documents issued by the companies, government agencies, trade associations, standard business reference sources, and the press.

Part Three

Index to Top Five Stockholders

P Indicates that more than half of the bank's holding is attributable to an employee thrift, saving or profit sharing plan trusted by the bank.

STOCKHOLDER	RANK	PERCENT
Adams, Robert & Family		
Energy Fuels	1	na
Alabama Bancorp		
SOUTHERN NATURAL RESOURCES	1	3.79P
Allen, Robert H		
GULF RESOURCES & CHEMICAL	2	1.84
American Electric Power Co Inc		
AMERICAN ELECTRIC POWER	1	.92
PACIFIC POWER & LIGHT	4	.23
American General Insurance Co		
NORTHWEST ENERGY	4	1.39
American Security Corp (D C)		
WASHINGTON WATER POWER	3	.48
BEA Associates Inc		
UNC RESOURCES	3	5.90
Babson (David L) & Co Inc		
MARATHON OIL	4	2.31
Bancoklahoma Corp/Bk of Oklahoma NA		
CITIES SERVICE	1	8.73P
OKLAHOMA NATURAL GAS	1	8.81P
Bancroft, James R & Family		
UNC RESOURCES	5	2.34
Bank of New York Co Inc		
AMERICAN NATURAL RESOURCES	1	2.98
HOMESTAKE MINING	1	4.13
EASTERN GAS & FUEL ASSOCIATES	2	5.08
NIAGARA MOHAWK POWER	3	.61
PITTSTON	5	1.82
UNION OIL CO OF CALIFORNIA	5	1.18
Bankamerica Corp		
OCCIDENTAL PETROLEUM	1	2.78P
FLUOR	3	3.50
GETTY OIL	3	1.35
UNION CARBIDE	3	1.59
WESTINGHOUSE ELECTRIC	3	.84
Bankers Trust New York Corp		
CONOCO	1	5.15P
EASTERN GAS & FUEL ASSOCIATES	1	5.56
MOBIL	1	6.39P
TEXAS GAS TRANSMISSION	1	5.47
AMERICAN ELECTRIC POWER	2	.58
FLORIDA POWER & LIGHT	2	3.35P
GENERAL DYNAMICS	2	7.67P
MONTANA POWER	2	2.26
MCDERMOTT (J RAY)	3	2.61
CONSOLIDATED EDISON CO OF NY	4	.40
GETTY OIL	4	1.34
MAPCO	4	2.71
VIRGINIA ELECTRIC & POWER	4	.82
CONSOLIDATED NATURAL GAS	5	1.27
DIAMOND SHAMROCK	5	1.57
NORTHERN NATURAL GAS	5	1.71
SOUTHERN	5	.41
SUN	5	1.51
Baring Brothers Inc (England)		
GENERAL DYNAMICS	4	4.09
Batterymarch Financial Mngt Corp		
ATLANTA GAS LIGHT	3	.88
ENTEX	3	1.82
OKLAHOMA NATURAL GAS	4	1.93
PIONEER CORP (TEXAS)	5	1.94
Bechtel Corp		
Peabody Holding	3	15.00
Bechtel, Stephen D & Family		
Bechtel Corp	1	40.00
Bennett, Otes Jr		
NORTH AMERICAN COAL	4	.92
Berry, James D Jr & Family		
QUAKER STATE OIL REFINING	2	3.24
Bethlehem Steel Corp		
STONE & WEBSTER	5	2.55

STOCKHOLDER	RANK	PERCENT
Boatmens Bankshares Inc		
UNION ELECTRIC	2	1.09P
WISCONSIN ELECTRIC POWER	4	1.63
Boeing Co		
Peabody Holding	3	15.00
Bosch (Robert) Gmbh (West Germany)		
BORG-WARNER	1	9.98
Boston Company Inc		
PUBLIC SERVICE ELECTRIC & GAS	2	1.00
ALLIED CHEMICAL	3	3.82
EASTERN GAS & FUEL ASSOCIATES	5	1.57
British Petroleum Co Ltd (England)		
STANDARD OIL CO (OHIO)	1	52.16
Brooks, Robert W Family Interests		
NICOR	4	1.03
Brown Bros Harriman & Co		
BENDIX	5	1.42
Brown, George R Family Interests		
TEXAS EASTERN	3	2.98
CBT Corp		
COMBUSTION ENGINEERING	1	9.72P
NORTHEAST UTILITIES	2	.44
California Public Emps & Teachers Retir Sys		
PHILLIPS PETROLEUM	5	1.38
WESTINGHOUSE ELECTRIC	5	.56
California, University of		
BALTIMORE GAS & ELECTRIC	1	2.10
NORTHERN INDIANA PUBLIC SERVICE	1	1.68
CINCINNATI GAS & ELECTRIC	3	1.93
HOUSTON INDUSTRIES	3	1.81
LONG ISLAND LIGHTING	3	.30
WISCONSIN ELECTRIC POWER	5	1.52
Canadian Imperial Bank of Commerce		
FLUOR	1	4.98P
Capital Group Inc		
ALLEGHENY POWER SYSTEM	1	1.98
DIAMOND SHAMROCK	1	4.57
REPUBLIC STEEL	1	6.07
ALLIS-CHALMERS	2	4.25
ARMCO	2	7.92
ENSERCH	2	2.83
HOMESTAKE MINING	2	3.20
NORTHERN NATURAL GAS	2	4.38
UNION OIL CO OF CALIFORNIA	2	1.88
VIRGINIA ELECTRIC & POWER	2	.95
CONOCO	3	2.78
GOODYEAR TIRE & RUBBER	3	2.33
SHELL OIL	3	1.26
UNITED STATES STEEL	3	1.77
PHILLIPS PETROLEUM	4	1.43
SOUTHERN CALIFORNIA EDISON	4	1.23
TEXACO	4	.78
BETHLEHEM STEEL	5	.91
GENERAL DYNAMICS	5	3.36
HALLIBURTON	5	1.78
KERR-MCGEE	5	2.30
NEW ENGLAND ELECTRIC SYSTEM	5	.63
NIAGARA MOHAWK POWER	5	.33
Charter New York Corp		
DETROIT EDISON	3	.35
Chase Manhattan Corp		
LONG ISLAND LIGHTING	1	.68
EXXON	2	1.85
HOUSTON INDUSTRIES	2	1.99
MAPCO	2	4.64
PITTSTON	2	3.25P
STONE & WEBSTER	2	11.22P
STANDARD OIL CO OF CALIFORNIA	3	1.47
CAROLINA POWER & LIGHT	4	2.21
CONOCO	4	1.35
STANDARD OIL CO (INDIANA)	4	1.26
SUN	4	2.78
MOBIL	5	1.44
ROCKWELL INTERNATIONAL	5	1.00
TEXAS UTILITIES	5	1.31
Chemical New York Corp		
ASHLAND OIL	1	7.26P
STONE & WEBSTER	1	14.60P
ENSERCH	3	1.94
COMBUSTION ENGINEERING	4	2.28

STOCKHOLDER	RANK	PERCENT
Citicorp		
ATLANTIC RICHFIELD	1	3.09
BENDIX	1	17.08P
EL PASO	1	7.75P
NORTHWEST ENERGY	1	22.15P
AMERICAN NATURAL RESOURCES	2	2.73P
CONOCO	2	3.01
CONSUMERS POWER	2	2.22P
DETROIT EDISON	2	.64
PHILLIPS PETROLEUM	2	2.32
STANDARD OIL CO (INDIANA)	2	1.42
WESTINGHOUSE ELECTRIC	2	1.09P
BROOKLYN UNION GAS	3	.36
DUKE POWER	3	1.23
HALLIBURTON	3	2.13
PENNZOIL	3	3.32
STANDARD OIL CO (OHIO)	3	1.90
DU PONT (E I) DE NEMOURS	4	1.50
EASTERN GAS & FUEL ASSOCIATES	4	1.77
GENERAL ELECTRIC	4	1.38
MCDERMOTT (J RAY)	4	2.52
PITTSTON	4	1.87
POGO PRODUCING	4	2.31
UNION PACIFIC	4	1.79
GETTY OIL	5	1.21
Citizens & Southern National Bk (Georgia)		
ATLANTA GAS LIGHT	5	.42
City Investing Co		
PUBLIC SERVICE CO OF COLORADO	4	1.43
Clevetrust Corp		
ALLEGHENY POWER SYSTEM	2	1.64
DIAMOND SHAMROCK	2	3.67
OHIO EDISON	2	.81
CLEVELAND ELECTRIC ILLUMINATING	3	2.09
NORTHERN NATURAL GAS	3	3.42
CONSOLIDATED NATURAL GAS	4	1.31
GOODYEAR TIRE & RUBBER	4	1.88
PEOPLES GAS	4	1.45
TEXAS GAS TRANSMISSION	4	3.58
REPUBLIC STEEL	5	2.26
Connecticut General Insurance Corp		
CONSOLIDATED EDISON CO OF NY	1	.86
NORTHEAST UTILITIES	1	.53
CONSUMERS POWER	3	1.07
Consolidated Natural Gas Co		
CONSOLIDATED NATURAL GAS	1	12.58
Continental Corp		
BROOKLYN UNION GAS	1	.80
CINCINNATI GAS & ELECTRIC	5	1.08
OHIO EDISON	5	.50
PUBLIC SERVICE ELECTRIC & GAS	5	.60
Continental Illinois Corp		
COASTAL STATES GAS	2	7.68P
FLORIDA POWER	5	1.68
Continental Investment Corp		
BALTIMORE GAS & ELECTRIC	3	.86
OHIO EDISON	3	.71
Cotton, Doyle W Jr & Fam		
UNITED ENERGY RESOURCES	2	4.81
Crocker National Corp		
STANDARD OIL CO OF CALIFORNIA	1	10.00P
NEW ENGLAND ELECTRIC SYSTEM	2	.90
BENDIX	4	1.54
Crown Family Interests		
GENERAL DYNAMICS	1	20.36
Delaware Trust Co		
DU PONT (E I) DE NEMOURS	2	2.71
Detroitbank Corp		
DETROIT EDISON	5	.25
Donaldson Lufkin & Jenrette Inc		
MISSOURI-PACIFIC	1	3.31
Dreyfus Corp		
QUAKER STATE OIL REFINING	1	3.62
BROOKLYN UNION GAS	2	.66
ALLIS-CHALMERS	3	3.29
GULF RESOURCES & CHEMICAL	3	1.26
NORTHWEST ENERGY	3	1.60
AMERADA HESS	4	2.67
EL PASO	4	1.55
Drummond, Gary W Sr & Family		
Drummond Co	1	88.60
Duke Family Interests		
DUKE POWER	1	20.84

STOCKHOLDER	RANK	PERCENT
Du Pont Family Interests		
CAROLINA POWER & LIGHT	1	2.65
DU PONT (E I) DE NEMOURS	1	27.31
PHELPS DODGE	1	4.28
WISCONSIN ELECTRIC POWER	1	3.94
COMBUSTION ENGINEERING	2	3.22
NORTHERN STATES POWER CO (MINN)	2	2.67
AMERICAN ELECTRIC POWER	3	.54
FLORIDA POWER & LIGHT	3	2.82
MIDDLE SOUTH UTILITIES	4	2.10
NORTHERN NATURAL GAS	4	1.79
RAYTHEON	4	2.59
UNITED STATES STEEL	4	1.34
Eccles Family Interests		
GENERAL ELECTRIC	3	1.52
Edgerton-Jones Family Interests		
CITIES SERVICE	3	2.24
Equitable Life Assur Society of US		
UNION PACIFIC	1	2.26
SOUTHERN NATURAL RESOURCES	2	3.54
RAYTHEON	3	2.63
SUPERIOR OIL	4	2.78
UNION OIL CO OF CALIFORNIA	4	1.59
AMERADA HESS	5	2.55
HOUSTON NATURAL GAS	5	1.78
Evans, Thomas Mellon Family Interests		
ATLANTIC RICHFIELD	4	1.85
Exxon Corp		
EXXON	1	2.21
FMR Corp		
CONSOLIDATED EDISON CO OF NY	3	.62
TENNECO	3	1.57
REPUBLIC STEEL	4	2.51
EL PASO	5	1.46
MISSOURI-PACIFIC	5	1.91
OKLAHOMA NATURAL GAS	5	.53
SUPERIOR OIL	5	2.18
VIRGINIA ELECTRIC & POWER	5	.81
Fidelcor Inc		
PENN VIRGINIA	2	12.39
AMERICAN ELECTRIC POWER	5	.25
Fiduciary Trust Co of New York		
COLUMBIA GAS SYSTEM	5	1.08
Fifth Third Bank		
CINCINNATI GAS & ELECTRIC	4	1.32
Financial General Bankshares Inc		
POTOMAC ELECTRIC POWER	4	.87P
Finkelstein Family & Affiliates		
STRUTHERS WELLS	1	16.14
First Bank System Inc		
COMMONWEALTH EDISON	1	3.34
NORTHERN STATES POWER CO (MINN)	1	2.94
SOUTHERN UNION	2	5.92
ASHLAND OIL	3	1.16
CITIES SERVICE	5	1.47
MAPCO	5	2.34
First Chicago Corp		
PEOPLES GAS	1	1.91
STANDARD OIL CO (INDIANA)	1	8.71P
CENTRAL & SOUTHWEST	2	3.26
TEXAS UTILITIES	4	2.31
COMMONWEALTH EDISON	5	.81
MIDDLE SOUTH UTILITIES	5	1.96
First City Bancorp of Texas Inc		
TRANSCO COMPANIES	1	7.92P
ENTEX	2	4.06P
TEXAS EASTERN	2	3.47P
PANHANDLE EASTERN PIPELINE	3	4.03P
First Empire State Corp		
NATIONAL FUEL GAS	5	.22
First International Bancshares Inc		
CENTRAL & SOUTHWEST	1	4.22P
ENSERCH	1	3.43P
SOUTHERN UNION	1	6.42
AMERICAN PETROFINA	2	5.60
PHELPS DODGE	4	1.76
First National Bank in Bartlesville		
PHILLIPS PETROLEUM	1	6.92P
First National Bank of Allentown		
PENNSYLVANIA POWER & LIGHT	5	.71P
First National Bank of Amarillo TX		
PIONEER CORP (TEXAS)	2	2.44P
First National Bank of Shreveport		
UNITED ENERGY RESOURCES	3	3.78P

STOCKHOLDER	RANK	PERCENT
First National Boston Corp		
RAYTHEON	1	3.90
PACIFIC GAS & ELECTRIC	3	.62
TEXAS UTILITIES	3	2.98
GENERAL ELECTRIC	5	1.08
MCDERMOTT (J RAY)	5	2.28
First National Charter Corp		
GAS SERVICE	1	.75
First National Cincinnati Corp		
CINCINNATI GAS & ELECTRIC	1	4.30P
First National Holding Corp		
ATLANTA GAS LIGHT	1	4.73
SOUTHERN	1	2.32
First Pennsylvania Corp		
POTOMAC ELECTRIC POWER	2	1.04
NATIONAL FUEL GAS	3	.30
PHILADELPHIA ELECTRIC	4	.36
CONSUMERS POWER	5	.91
ROCHESTER & PITTSBURGH COAL	5	.44
First Trust Co of North Dakota		
MONTANA-DAKOTA UTILITIES	2	1.01P
First Tulsa Bancorp Inc		
GULF OIL	5	1.10
First Union Bancorp		
UNION ELECTRIC	1	3.97P
MISSOURI-PACIFIC	3	2.47
WISCONSIN ELECTRIC POWER	3	2.02
ALLEGHENY POWER SYSTEM	5	1.07
Fisher, J Robert		
ASHLAND OIL	5	1.11
Fleming, Ray C & Family		
GAS SERVICE	2	.28
Florida National Bks of Florida		
DU PONT (E I) DE NEMOURS	3	1.69
Fluor Corp		
Peabody Holding	5	10.00
Fluor Family Interests		
FLUOR	2	3.50

STOCKHOLDER	RANK	PERCENT
Ford Foundation		
NORTHERN INDIANA PUBLIC SERVICE	2	1.63
PEOPLES GAS	5	1.11
Forester-Orr Family Interests		
MONTANA-DAKOTA UTILITIES	1	5.04
Franklin Resources Inc		
NORTHWEST ENERGY	5	1.23
French National Government		
HOMESTAKE MINING	5	.61
Fritchman, H Vernon		
ROCHESTER & PITTSBURGH COAL	3	1.15
Galland, R I		
AMERICAN PETROFINA	3	.27
Gates Rubber Co		
HOMESTAKE MINING	3	.87
General Electric Co		
GENERAL ELECTRIC	1	3.63
FLORIDA POWER	3	1.87
Getty Family Interests		
GETTY OIL	1	58.16
Girard Co		
GENERAL PUBLIC UTILITIES	2	1.24
PENNSYLVANIA POWER & LIGHT	3	1.15
PHILADELPHIA ELECTRIC	3	.55
PENN VIRGINIA	5	3.77
Graves Family Interests		
AMERICAN NATURAL RESOURCES	5	1.54
Guardian Life Insur Co of America		
LONG ISLAND LIGHTING	5	.28
Gulf Interstate Co		
NORTHWEST ENERGY	2	2.54
Gulf Oil Corp		
General Atomic	1	50.00
Hammer, Dr Armand & Family		
OCCIDENTAL PETROLEUM	3	1.39
Hanna Mining Co		
NATIONAL STEEL	2	5.73

STOCKHOLDER	RANK	PERCENT
Harriman Family Interests		
UNION PACIFIC	2	1.99
Harris Bankcorp Inc		
PUBLIC SERVICE CO OF COLORADO	1	4.20
MIDDLE SOUTH UTILITIES	2	2.25
SOUTHERN	2	1.17
SOUTHERN CALIFORNIA EDISON	3	1.27
STANDARD OIL CO (INDIANA)	3	1.29
VIRGINIA ELECTRIC & POWER	3	.91
COMMONWEALTH EDISON	4	1.07
AMAX	5	1.69
Hartford National Corp		
GENERAL PUBLIC UTILITIES	1	3.98
FLORIDA POWER	4	1.84
Harvard University		
NEW ENGLAND ELECTRIC SYSTEM	3	.77
Hawaiian Trust Co		
PACIFIC LIGHTING	5	.20
Heller (Walter E) International Corp		
BROOKLYN UNION GAS	5	.22
Hess Family Interests		
AMERADA HESS	1	20.94
Hinds Family Interests		
ENTEX	4	1.66
Hochschild Family Interests		
AMAX	3	3.17
Horton Family Interests		
CBI INDUSTRIES	1	6.90
Hudson, Edward J		
GULF RESOURCES & CHEMICAL	4	1.20
Hughes, Howard R Jr Estate		
ATLAS	1	7.16
Hunt Family Group		
GULF RESOURCES & CHEMICAL	1	8.24
UNC RESOURCES	1	7.12
UNITED ENERGY RESOURCES	1	6.00
Idaho First National Bk		
WASHINGTON WATER POWER	2	.54

STOCKHOLDER	RANK	PERCENT
Iselin Family Interests		
ROCHESTER & PITTSBURGH COAL	1	46.29
Keck Family Interests		
SUPERIOR OIL	1	29.88
Kemmerer Family Interests		
PENN VIRGINIA	4	4.15
Kemper Family Interests		
GAS SERVICE	3	.22
MAPCO	3	3.08
Kerr Family Interests		
KERR-MCGEE	3	2.82
Kiewit, Peter & Family		
Kiewit (Peter) & Sons	1	na
Kirby Family Group-Alleghany Corp		
GETTY OIL	2	1.60
ALLEGHENY POWER SYSTEM	3	1.59
PITTSTON	3	2.33
POTOMAC ELECTRIC POWER	3	.94
CBI INDUSTRIES	4	3.20
ENSERCH	4	1.53
PACIFIC GAS & ELECTRIC	4	.54
STANDARD OIL CO (OHIO)	4	.90
TEXAS EASTERN	4	2.60
ATLANTIC RICHFIELD	5	1.47
PUBLIC SERVICE CO OF COLORADO	5	1.37
TRANSCO COMPANIES	5	1.63
Knapp, James R & Assoc		
PACIFIC LIGHTING	4	.25
Kramer, William J-Whisnand R V A Jr & Assoc		
STONE & WEBSTER	3	6.37
Lazard Freres & Co		
PACIFIC POWER & LIGHT	1	1.18
POTOMAC ELECTRIC POWER	1	1.48
MONTANA POWER	5	1.40
Leisenring-Wentz Fam Interests		
PENN VIRGINIA	1	14.09
Lewis Family Interests		
TEXAS GAS TRANSMISSION	3	3.96
Liberty National Bk & Tr Co of Louisville		
TEXAS GAS TRANSMISSION	2	4.34P

STOCKHOLDER	RANK	PERCENT
Lindner Family Group-American Financial Corp		
NORTHEAST UTILITIES	4	.32
Lord Abbett & Co		
BETHLEHEM STEEL	2	3.55
EL PASO	2	2.88
OCCIDENTAL PETROLEUM	2	1.70
PHELPS DODGE	2	3.04
REPUBLIC STEEL	2	5.85
UNION CARBIDE	2	1.76
ARMCO	3	3.74
BORG-WARNER	3	4.39
NATIONAL STEEL	3	3.66
DUKE POWER	5	.86
Los Angeles County Employees Retir Assoc		
REPUBLIC STEEL	3	3.09
Macguire, John T & Family		
SOUTHERN UNION	3	4.00
Manufacturers Hanover Corp		
COLUMBIA GAS SYSTEM	1	7.91P
NATIONAL FUEL GAS	1	5.17
TEXACO	1	5.21P
UNION CARBIDE	1	2.69P
ATLANTIC RICHFIELD	3	2.20
BETHLEHEM STEEL	3	1.49
PHILLIPS PETROLEUM	3	1.96
DU PONT (E I) DE NEMOURS	5	1.37
EXXON	5	1.37
STANDARD OIL CO OF CALIFORNIA	5	1.03
UNITED STATES STEEL	5	1.25
Manufacturers Life Insur Co (Canada)		
STRUTHERS WELLS	4	1.54
Marine Midland Banks Inc		
NIAGARA MOHAWK POWER	1	5.85P
NATIONAL FUEL GAS	2	.93
GENERAL PUBLIC UTILITIES	5	.73
Marsh & Mclennan Cos Inc		
POGO PRODUCING	2	2.82
PENNZOIL	5	2.28
STANDARD OIL CO (OHIO)	5	.89
Maryland National Corp		
HOUSTON NATURAL GAS	3	2.07

STOCKHOLDER	RANK	PERCENT
Massachusetts Financial Services Inc		
ALLEGHENY POWER SYSTEM	4	1.10
ARMCO	4	1.70
NATIONAL STEEL	4	2.06
RAYTHEON	5	2.42
Mcgee, Dean A Family & Associates		
KERR-MCGEE	1	3.26
Mcintyre Family Interests		
TENNECO	2	1.79
Mellon Family Interests		
GULF OIL	1	18.00
Mellon National Corp		
ARMCO	1	17.16P
GULF OIL	2	2.00
CLEVELAND ELECTRIC ILLUMINATING	5	.90
NATIONAL STEEL	5	1.64
UNION PACIFIC	5	1.54
Mercantile Bancorporation Inc		
NORTH AMERICAN COAL	3	4.24
BALTIMORE GAS & ELECTRIC	4	.81
UNION ELECTRIC	4	.33
BORG-WARNER	5	1.99
COMBUSTION ENGINEERING	5	2.03
POTOMAC ELECTRIC POWER	5	.64
Mercantile Bankshares Corp		
HOUSTON NATURAL GAS	2	2.13
Mercantile Texas Corp		
TEXAS UTILITIES	2	3.47P
COASTAL STATES GAS	3	5.44
Metropolitan Life Insurance Co		
PENNSYLVANIA POWER & LIGHT	2	1.51
EASTERN GAS & FUEL ASSOCIATES	3	2.45
POGO PRODUCING	3	2.45
HOUSTON INDUSTRIES	4	1.61
CBI INDUSTRIES	5	3.12
Michel Family Interests		
CITIES SERVICE	4	1.79
Miller Anderson & Sherrerd		
CONSOLIDATED EDISON CO OF NY	2	.81
Minnesota State Board of Investment		
NORTHERN STATES POWER CO (MINN)	3	1.34

STOCKHOLDER	RANK	PERCENT
Morgan (J P) & Co Inc		
ALLIS-CHALMERS	1	4.30
BETHLEHEM STEEL	1	4.73P
HALLIBURTON	1	4.65
PITTSTON	1	7.71
GENERAL ELECTRIC	2	1.83
GOODYEAR TIRE & RUBBER	2	2.36
MOBIL	2	2.08
NIAGARA MOHAWK POWER	2	2.79P
UNC RESOURCES	2	6.48
UNITED STATES STEEL	2	2.56
AMERADA HESS	3	3.30
EL PASO	3	1.74
GENERAL DYNAMICS	3	5.32
MARATHON OIL	3	2.92
PHELPS DODGE	3	2.61
SUPERIOR OIL	3	3.57
UNION PACIFIC	3	1.83
PENN VIRGINIA	3	6.17
AMERICAN PETROFINA	4	.26
EXXON	4	1.49
MISSOURI-PACIFIC	4	2.14
OHIO EDISON	4	.51
TENNECO	4	1.24
TRANSCO COMPANIES	4	1.95
WESTINGHOUSE ELECTRIC	4	.80
PANHANDLE EASTERN PIPELINE	5	2.15
Mutual Life Assurance Co of Canada		
NORTHEAST UTILITIES	5	.31
Mutual Life Insurance Co of NY		
NORTHEAST UTILITIES	3	.32
National City Corp		
CLEVELAND ELECTRIC ILLUMINATING	1	3.39
MARATHON OIL	1	4.61P
NORTH AMERICAN COAL	2	12.70
STANDARD OIL CO (OHIO)	2	2.97P
National Detroit Corp		
GOODYEAR TIRE & RUBBER	1	2.76
MIDDLE SOUTH UTILITIES	1	2.56
TEXAS UTILITIES	1	4.09
FLORIDA POWER	2	3.06
TEXACO	2	.92
MOBIL	4	1.72
CENTRAL & SOUTHWEST	5	1.21
National Life Insurance Co		
UNION ELECTRIC	3	.45
LONG ISLAND LIGHTING	4	.29
NEW ENGLAND ELECTRIC SYSTEM	4	.70
NIAGARA MOHAWK POWER	4	.34
Neville Rodie & Shaw Inc		
NORTH AMERICAN COAL	5	.71
New England Mutual Life Insur Co		
KERR-MCGEE	4	2.72
New Jersey Division of Investment		
BENDIX	2	2.00
New York State Common Retirement Fund		
SOUTHERN NATURAL RESOURCES	4	2.16
New York State Teachers Retir Fund		
BETHLEHEM STEEL	4	1.31
Newmont Mining Corp		
Peabody Holding	1	27.50
Nora, Vittorio de		
DIAMOND SHAMROCK	3	2.72
Norris, Lester & Family		
TEXACO	3	.83
Northern Trust Corp		
BORG-WARNER	2	8.34P
CBI INDUSTRIES	3	3.34
COMMONWEALTH EDISON	3	1.15
MONTANA-DAKOTA UTILITIES	3	1.00
PEOPLES GAS	3	1.47
NICOR	5	.75
Northwest Bancorporation		
MONTANA-DAKOTA UTILITIES	4	.83
NORTHERN STATES POWER CO (MINN)	5	1.21
Northwest Pennsylvania Bank & Trust Co		
QUAKER STATE OIL REFINING	4	2.64P
Ohio Public Employees Retir System		
ARMCO	5	1.17
MARATHON OIL	5	2.18
PHELPS DODGE	5	1.45
Ohio State Teachers Retir System		
GENERAL PUBLIC UTILITIES	3	.90
BORG-WARNER	4	2.54
Omaha National Corp		
NORTHERN NATURAL GAS	1	6.91P

STOCKHOLDER	RANK	PERCENT
Oppenheimer & Co		
ASHLAND OIL	4	1.14
PIONEER CORP (TEXAS)	4	2.01
COASTAL STATES GAS	5	2.29
MONTANA-DAKOTA UTILITIES	5	.82
Osborne Family Interests		
PANHANDLE EASTERN PIPELINE	2	4.63
Pearson (S) & Son Ltd (England)		
ASHLAND OIL	2	2.24
Petrofina S A (Belgium)		
AMERICAN PETROFINA	1	72.10
Pew Family Interests		
SUN	1	32.44
Pharaon, Ghaith Rashad (Saudi Arabia)		
OCCIDENTAL PETROLEUM	4	1.20
Philadelphia National Corp		
PHILADELPHIA ELECTRIC	1	1.58
SUN	3	5.88P
Pioneer Corp (Texas)		
ATLAS	2	5.82
Pioneer Western Corp		
WASHINGTON WATER POWER	1	2.02
ATLANTA GAS LIGHT	2	3.90
ALLIS-CHALMERS	4	2.75
Pittsburgh National Corp		
NATIONAL STEEL	1	15.52P
CONSOLIDATED NATURAL GAS	3	1.48
MONTANA POWER	3	2.16
Pott, H T		
HOUSTON NATURAL GAS	1	3.44
Potter, Charles J		
ROCHESTER & PITTSBURGH COAL	2	1.35
Provident National Corp		
PHILADELPHIA ELECTRIC	2	.83
AMERICAN NATURAL RESOURCES	4	1.95
CLEVELAND ELECTRIC ILLUMINATING	4	1.59
PENNSYLVANIA POWER & LIGHT	4	.82
FLUOR	5	2.93

STOCKHOLDER	RANK	PERCENT
Prudential Insurance Co of Am		
MAPCO	1	4.81
PENNSYLVANIA POWER & LIGHT	1	1.99
PIONEER CORP (TEXAS)	1	5.87
VIRGINIA ELECTRIC & POWER	1	.95
WESTINGHOUSE ELECTRIC	1	1.27
AMERADA HESS	2	5.06
COLUMBIA GAS SYSTEM	2	2.78
COMMONWEALTH EDISON	2	1.74
KERR-MCGEE	2	3.24
MARATHON OIL	2	3.71
RAYTHEON	2	3.50
SOUTHERN CALIFORNIA EDISON	2	1.59
WISCONSIN ELECTRIC POWER	2	2.09
PUBLIC SERVICE ELECTRIC & GAS	3	.72
UNION OIL CO OF CALIFORNIA	3	1.86
FLUOR	4	3.44
GULF OIL	4	1.14
SHELL OIL	4	1.00
UNION CARBIDE	4	.96
FLORIDA POWER & LIGHT	5	1.70
HOUSTON INDUSTRIES	5	1.55
STANDARD OIL CO (INDIANA)	5	1.23
Remey, Gilbert P		
ROCHESTER & PITTSBURGH COAL	4	.48
Republic of Texas Corp		
TENNECO	1	6.02P
HALLIBURTON	2	3.06P
PIONEER CORP (TEXAS)	3	2.12
GENERAL PUBLIC UTILITIES	4	.84
TEXAS EASTERN	5	2.24
Robeco (Holland)		
OCCIDENTAL PETROLEUM	5	.71
Rockefeller Family Interests		
STANDARD OIL CO OF CALIFORNIA	2	2.11
EXXON	3	1.74
MOBIL	3	1.82
Rockwell Family Interests		
ROCKWELL INTERNATIONAL	2	3.29
Rothschild Family Group (France-England)		
PACIFIC GAS & ELECTRIC	1	6.30P
TRANSCO COMPANIES	3	2.36
POGO PRODUCING	5	2.11

STOCKHOLDER	RANK	PERCENT
Rowe Price (T) & Associates Inc		
MCDERMOTT (J RAY)	2	2.72
NICOR	3	1.60
OKLAHOMA NATURAL GAS	3	2.00
QUAKER STATE OIL REFINING	3	3.21
AMAX	4	2.80
HALLIBURTON	4	1.89
SOUTHERN UNION	4	3.36
Royal Dutch/Shell Group		
SHELL OIL	1	70.16
Sarofim (Fayez) & Co		
MCDERMOTT (J RAY)	1	3.19
PENNZOIL	1	6.91
TEXAS EASTERN	1	6.02
ENTEX	5	1.62
Scudder Stevens & Clark Co		
COLUMBIA GAS SYSTEM	3	1.33
CENTRAL & SOUTHWEST	4	1.23
Sears Roebuck & Co		
HOUSTON NATURAL GAS	4	2.03
NORTHERN INDIANA PUBLIC SERVICE	4	1.50
QUAKER STATE OIL REFINING	5	2.62
Security Pacific Corp		
UNION OIL CO OF CALIFORNIA	1	6.37P
ATLANTIC RICHFIELD	2	2.99P
Selection Trust Ltd (England)		
AMAX	2	7.51
Seligman (J & W) & Co		
PUBLIC SERVICE CO OF COLORADO	2	1.66
PACIFIC LIGHTING	3	.30
UNC RESOURCES	4	2.89
ALLIS-CHALMERS	5	2.08
UNITED ENERGY RESOURCES	5	1.90
Shearson Hayden Stone Inc		
LONG ISLAND LIGHTING	2	.47
CONSUMERS POWER	4	1.05
ENSERCH	5	1.32
Shell Oil Co		
General Atomic	1	50.00
SHELL OIL	2	7.37
Silverman, Harry T		
STRUTHERS WELLS	3	3.31
Singer, Michael Family Interests		
STRUTHERS WELLS	5	.61
Solvay, Jacques Family Interests (Belgium)		
ALLIED CHEMICAL	2	4.68
Southern Natural Resources Inc		
Sea Robin Pipeline Co	1	50.00
Standard Oil of California		
AMAX	1	19.32
State Farm Mutl Automobile Insur Co		
ENTEX	1	9.01
POGO PRODUCING	1	7.52
NICOR	2	1.72
PENNZOIL	2	4.43
NORTHERN INDIANA PUBLIC SERVICE	3	1.54
COLUMBIA GAS SYSTEM	4	1.15
MONTANA POWER	4	1.87
CAROLINA POWER & LIGHT	5	1.50
UNION CARBIDE	5	.95
State Street Boston Corp		
ALLIED CHEMICAL	4	3.36P
State Street Research & Management Co		
FLORIDA POWER & LIGHT	1	3.48
PANHANDLE EASTERN PIPELINE	1	6.66
Stein Roe & Farnham		
CITIES SERVICE	2	2.78
Stone & Webster Inc		
OKLAHOMA NATURAL GAS	2	2.69
TENNECO	5	1.12
Stone, Whitney (Deceased 11-79)		
STONE & WEBSTER	4	4.40

STOCKHOLDER	RANK	PERCENT
TIAA-CREF		
CONSUMERS POWER	1	2.74
DETROIT EDISON	1	.92
OHIO EDISON	1	2.24
PUBLIC SERVICE ELECTRIC & GAS	1	1.07
BALTIMORE GAS & ELECTRIC	2	1.92
CINCINNATI GAS & ELECTRIC	2	2.73
CLEVELAND ELECTRIC ILLUMINATING	2	2.29
CONSOLIDATED NATURAL GAS	2	2.06
MISSOURI-PACIFIC	2	2.94
PACIFIC GAS & ELECTRIC	2	.67
PEOPLES GAS	2	1.53
TRANSCO COMPANIES	2	2.83
AMERICAN NATURAL RESOURCES	3	2.53
BENDIX	3	1.62
CAROLINA POWER & LIGHT	3	2.26
COMBUSTION ENGINEERING	3	2.79
GULF OIL	3	1.50
MIDDLE SOUTH UTILITIES	3	2.11
SOUTHERN	3	.66
DIAMOND SHAMROCK	4	2.22
DUKE POWER	4	1.13
NORTHERN STATES POWER CO (MINN)	4	1.21
PANHANDLE EASTERN PIPELINE	4	2.45
ROCKWELL INTERNATIONAL	4	1.16
UNITED ENERGY RESOURCES	4	3.73
ALLIED CHEMICAL	5	3.33
CONOCO	5	1.32
GOODYEAR TIRE & RUBBER	5	1.85
SHELL OIL	5	.89
SOUTHERN CALIFORNIA EDISON	5	1.14
SOUTHERN NATURAL RESOURCES	5	1.79
TEXACO	5	.78
TEXAS GAS TRANSMISSION	5	2.88
Taplin-Rankim Family Interests		
NORTH AMERICAN COAL	1	34.64
Texas Commerce Bancshares Inc		
HOUSTON INDUSTRIES	1	2.38
PENNZOIL	4	2.79P
Texas Teachers Retir System		
PUBLIC SERVICE CO OF COLORADO	3	1.49
ROCKWELL INTERNATIONAL	3	1.26
Texas, University of		
PACIFIC POWER & LIGHT	3	.35
Textron Inc		
ALLIED CHEMICAL	1	5.08
Thompson, B R Family & Associates		
SUN	2	8.53
Tisch Family Group		
NEW ENGLAND ELECTRIC SYSTEM	1	1.01
PUBLIC SERVICE ELECTRIC & GAS	4	.65
Torray, Clark & Co Inc		
MONTANA POWER	1	2.64
Travelers Corp		
CONSOLIDATED EDISON CO OF NY	5	.40
GULF RESOURCES & CHEMICAL	5	1.05
Trees, George S & Family		
CBI INDUSTRIES	2	5.55
Trust Co of Georgia		
ATLANTA GAS LIGHT	4	.53
U S Trust Corp		
SOUTHERN NATURAL RESOURCES	3	2.19
Union Bancorp Inc		
SUPERIOR OIL	2	8.91
Union Trust Bancorp		
BALTIMORE GAS & ELECTRIC	5	.80
United Energy Resources Inc		
Sea Robin Pipeline Co	1	50.00
United States Fidelity & Guaranty Co		
SOUTHERN UNION	5	3.32
United States Steel Corp		
FLORIDA POWER	1	3.83
UNITED STATES STEEL	1	13.21
CENTRAL & SOUTHWEST	3	1.31
FLORIDA POWER & LIGHT	4	2.16
SOUTHERN	4	.60
Van Eck Management Corp		
HOMESTAKE MINING	4	.65
Wachovia Corp		
CAROLINA POWER & LIGHT	2	2.58P
DUKE POWER	2	3.60P
Wallace, John C Family & Associates		
STRUTHERS WELLS	2	6.84
Wellington Management Co		
COASTAL STATES GAS	4	3.21

STOCKHOLDER	RANK	PERCENT
Wells Fargo & Co		
PACIFIC LIGHTING	2	.78
AMERICAN ELECTRIC POWER	4	.31
BROOKLYN UNION GAS	4	.27
DETROIT EDISON	4	.30
STANDARD OIL CO OF CALIFORNIA	4	1.06
NORTHERN INDIANA PUBLIC SERVICE	5	1.48
PACIFIC GAS & ELECTRIC	5	.52
PHILADELPHIA ELECTRIC	5	.27
Western Bancorporation		
PACIFIC LIGHTING	1	15.72P
ROCKWELL INTERNATIONAL	1	24.31
SOUTHERN CALIFORNIA EDISON	1	3.77P
PACIFIC POWER & LIGHT	2	.39
Williams Cos		
Peabody Holding	1	27.50
Wright, David A Family Interests		
NICOR	1	2.92
Wyatt, O S Jr & Family		
COASTAL STATES GAS	1	9.53
Zurich Insurance Co (Switzerland)		
NATIONAL FUEL GAS	4	.29

Index to Legal Counsels/Washington Reps

● Indicates a primary relationship to company, i.e. general counsel or $200,000 or more in annual legal fees.

Abrams & Sassower, NY
● STRUTHERS WELLS

Aird & Berlis, Canada
AMAX

Akin, Gump, Haven & Feld, TX
COASTAL STATES GAS
MARATHON OIL
SUN CO

Allison & Co, DC
PANHANDLE EASTERN PIPELINE

Andrews, Kurth, Campbell & Jones, TX
TRANSCO COMPANIES

Baker & Botts, TX
● ENTEX
● HOUSTON INDUSTRIES
● PENNZOIL
● POGO PRODUCING
● TENNECO
UNITED ENERGY RESOURCES

Ballard, Spahr, Andrews & Ingersoll, PA
PHILADELPHIA ELECTRIC
PUBLIC SERVICE ELECTRIC & GAS

Batzell, Nunn & Bode, DC
CONSUMERS POWER

Bell, Boyd, Lloyd, Haddad & Burns, IL
UNC RESOURCES

Belnap, McCarthy, Spencer, Sweeney & Harkaway, IL
VIRGINIA ELECTRIC & POWER
WISCONSIN ELECTRIC POWER

Berlack, Israels & Liberman, NY
● GENERAL PUBLIC UTILITIES

Beveridge, Fairbanks & Diamond, DC
FLORIDA POWER
NEW ENGLAND ELECTRIC SYSTEM
SOUTHERN NATURAL RESOURCES

Bigbee, Stephenson, Carpenter & Crout, NM
UNC RESOURCES

Birch, de Jongh & Farrelly, VA
AMERADA HESS

Bonner, Thompson, O'Connell & Gaynes, DC
BORG-WARNER

Bracewell & Patterson, TX
HOUSTON INDUSTRIES

Breed, Abbott & Morgan, NY
ARMCO

Brobeck, Phleger & Harrison, CA
HOMESTAKE MINING

Brown, Peacock, Keane & Boyd, ID
GULF RESOURCES & CHEMICAL

Brown, Wood, Fuller, Caldwell & Ivey, NY
MAPCO

Brownstein, Zeidman, Schomer & Chase, DC
FLUOR

Bryan, Cave, McPheeters & McRoberts, MO
MISSOURI-PACIFIC

Burditt & Calkins, IL
GETTY OIL

Burwell, Hansen & Manley
Bechtel

Busby, Rehm & Leonard, DC
BENDIX

Byoir (Carl) & Associates Inc, DC
GENERAL PUBLIC UTILITIES

Cabaniss, Johnston, Gardner, Dumas & O'Neil, AL
● Drummond

Cadwalader, Wickersham & Taft, NY
● LONG ISLAND LIGHTING

Cahill, Gordon & Reindel, NY
● NORTHWEST ENERGY
TEXAS GAS TRANSMISSION

Carrington, Coleman, Sloman & Blumenthal, TX
COASTAL STATES GAS

Case & Ward, DC
NORTHERN NATURAL GAS

Casey, Lane & Mittendorf, NY
TEXAS EASTERN

Chadwell, Kayser, Ruggles,
McGee & Hastings Ltd, IL
KERR-MCGEE

Chapman & Cutler, IL
SOUTHERN UNION

Chapman, Duff & Paul, DC
TEXAS EASTERN

Cleary, Gottlieb, Steen & Hamilton, NY
EXXON

Clifford, Glass, McIlwain & Finney, DC
AMERICAN ELECTRIC POWER CO
● PHILLIPS PETROLEUM

Coke & Coke, TX
HALLIBURTON CO

Conner, Moore & Corber, DC
CINCINNATI GAS & ELECTRIC
PUBLIC SERVICE ELECTRIC & GAS

Cook & Henderson, DC
CONSOLIDATED NATURAL GAS
TEXAS GAS TRANSMISSION

Corette, Smith, Dean, Pohlman & Allen, MT
MONTANA POWER

Covington & Burling, DC
AMERICAN CYANAMID
ATLANTIC RICHFIELD
DU PONT (E I) DE NEMOURS & CO
ENSERCH
FLORIDA POWER
NORTHERN INDIANA PUBLIC SERVICE
STANDARD OIL CO (OHIO)
SUPERIOR OIL

Cravath, Swaine & Moore, NY
● ALLIED CHEMICAL
● ASHLAND OIL
BETHLEHEM STEEL
● SHELL OIL
WESTINGHOUSE ELECTRIC

Crowe, Dunlevy, Thweatt, Swinford, Johnson
& Burdick, OK
● KERR-MCGEE

Crowley, Haughey, Hanson Toole
& Dietrich, MT
MONTANA-DAKOTA UTILITIES

Cullen & Dykman, NY
● BROOKLYN UNION GAS

Davis, Polk & Wardwell, NY
● ALLIS-CHALMERS
AMERICAN PETROFINA
COLUMBIA GAS SYSTEM
EXXON
LONG ISLAND LIGHTING
● MCDERMOTT (J RAY) & CO

Dawson, Riddell, Taylor, Davis
& Holroyd, DC
WESTINGHOUSE ELECTRIC

Day, Berry & Howard, CT
NORTHEAST UTILITIES

Debevoise & Liberman, DC
DUKE POWER
NEW ENGLAND ELECTRIC SYSTEM
NORTHERN STATES POWER CO (MINN)
PACIFIC GAS & ELECTRIC

Debevoise, Plimpton, Lyons & Gates, NY
● PHELPS DODGE

Dechert, Price & Rhoads, PA
PENN VIRGINIA

Delaney & Patrick, DC
GETTY OIL

Dewey, Ballantine, Bushby, Palmer
& Wood, NY
CONOCO

Donelan, Cleary, Wood & Maser, DC
CAROLINA POWER & LIGHT

Donovan, Leisure, Newton & Irvine, NY
MOBIL CORP
● PITTSTON
WESTINGHOUSE ELECTRIC

Drinker, Biddle & Reath, PA
ROCKWELL INTERNATIONAL

Dross & Levenstein, DC
ALLIED CHEMICAL

Duane, Morris & Hecksher, PA
ROCHESTER & PITTSBURGH COAL

Eichorn, Eichorn & Link, IN
NORTHERN INDIANA PUBLIC SERVICE

Ely (Northcutt) Law Offices, DC
PHELPS DODGE
SOUTHERN CALIFORNIA EDISON
UNITED STATES STEEL

Evans, Kitchel & Jenckes, AZ
PHELPS DODGE

Farmer, Shibley, McGuinn & Flood, DC
DETROIT EDISON
PANHANDLE EASTERN PIPELINE
SOUTHERN NATURAL RESOURCES

Foley, Hoag & Eliot, MA
EASTERN GAS & FUEL ASSOCIATES

Fried, Frank, Harris, Shriver
& Jacobson, NY
OCCIDENTAL PETROLEUM

Fulbright & Jaworski, TX
● COASTAL STATES GAS

Gailor & Elias, DC
ENTEX

Gallagher, Boland, Meiburger & Brosnan, DC
NORTHERN NATURAL GAS
TEXAS GAS TRANSMISSION
TRANSCO COMPANIES

Garlington, Lohn & Robinson
MONTANA POWER

Gibson, Dunn & Crutcher, CA
AMAX
PACIFIC LIGHTING

Greenebaum, Doll & McDonald, KY
ASHLAND OIL

Hamel, Park, McCabe & Saunders, DC
STANDARD OIL CO (INDIANA)

Hamilton & Hamilton, DC
POTOMAC ELECTRIC POWER

Hansell, Post, Brandon & Dorsey, GA
● ATLANTA GAS LIGHT

Hathaway, Speight & Kunz
PACIFIC POWER & LIGHT

Hays & Landsman, NY
GETTY OIL

Hogan & Hartson, DC
EL PASO
REPUBLIC STEEL

Holland & Hart, CO
Stearns-Roger Corp

Honigman, Miller, Schwartz & Cohn, MI
● DETROIT EDISON

Hopkins, Sutter, Mulroy, Davis
& Cromartie, IL
CBI INDUSTRIES
PEOPLES GAS

Howrey & Simon, DC
EXXON
GULF OIL
MOBIL CORP
SHELL OIL
TENNECO
TEXACO

Huffman, Arrington, Scheurich & Kihle, OK
● OKLAHOMA NATURAL GAS

Hughes, Hubbard & Reed, NY
● ATLANTIC RICHFIELD
● BENDIX
● SOUTHERN NATURAL RESOURCES

Hughes, Sears & Shiver, DC
DIAMOND SHAMROCK

Hunton & Williams, VA
VIRGINIA ELECTRIC & POWER

Isham, Lincoln & Beale, IL
CENTRAL & SOUTHWEST
● COMMONWEALTH EDISON

Jaeckle, Fleischmann & Mugel, NY
● NIAGARA MOHAWK POWER

Jenner & Block, IL
● GENERAL DYNAMICS

Johnson, Bromberg, Leeds & Riggs, TX
● UNC RESOURCES

Johnson, Dunnigan & Martin, KY
ARMCO

Jones, Day, Reavis & Pogue, OH
CONSOLIDATED NATURAL GAS
● DIAMOND SHAMROCK
● NORTH AMERICAN COAL
PENNSYLVANIA POWER & LIGHT

Kaye, Scholer, Fierman, Hays & Handler, NY
Drummond
SUN CO

Kelley, Drye & Warren, NY
● UNION CARBIDE

Kelly, Stansfield & O'Donnell, CO
● PUBLIC SERVICE CO OF COLORADO

Kerr, Davis, Irvine, Krasnow, Rhodes
& Semtner, OK
● KERR-MCGEE

King & King, DC
CBI INDUSTRIES

Kirckland & Ellis, IL
BORG-WARNER

Kirkpatrick, Lockhart, Johnson
& Hutchison, PA
ROCKWELL INTERNATIONAL

LeBoeuf, Lamb, Leiby & MacKay, NY
CONSOLIDATED EDISON CO OF NY
DETROIT EDISON
● NATIONAL FUEL GAS
NIAGARA MOHAWK POWER
PACIFIC GAS & ELECTRIC
POTOMAC ELECTRIC POWER
SOUTHERN CALIFORNIA EDISON

Lee, Toomey & Kent, DC
STANDARD OIL CO OF CALIFORNIA
TEXACO

Leighton & Sherline, DC
PACIFIC POWER & LIGHT
WASHINGTON WATER POWER

Leighton, Conklin & Lemov, DC
General Atomic

Leonard, Cohen, Gettings & Sher, DC
PUBLIC SERVICE CO OF COLORADO

Leva, Hawes, Symington, Martin
& Oppenheimer, DC
COMMONWEALTH EDISON
CONSOLIDATED EDISON CO OF NY
EASTERN GAS & FUEL ASSOCIATES
NORTHEAST UTILITIES

Littman, Richter, Wright & Talisman, DC
CITIES SERVICE
TENNECO

Locke, Purnell, Boren, Laney & Neeley, TX
PIONEER CORP (TEXAS)

Lowenstein, Newman, Reis & Axelrod, DC
COMBUSTION ENGINEERING
FLORIDA POWER & LIGHT
NORTHERN INDIANA PUBLIC SERVICE
UNION ELECTRIC

Mann, Larsen & Longest, DC
STANDARD OIL CO (INDIANA)

Mayer, Brown & Platt, IL
GENERAL ELECTRIC
NICOR

McAfree, Hanning, Newcomer, Hazlett
& Wheeler, OH
● STANDARD OIL CO (OHIO)

McClure & Trotter, DC
CITIES SERVICE
MOBIL CORP
QUAKER STATE OIL REFINING

McDermott, Will & Emery, IL
HOMESTAKE MINING

McDonald (Jack) Associates, DC
UNION OIL CO OF CALIFORNIA

McFate, McFate & McFate, PA
QUAKER STATE OIL REFINING

McGee & Ketcham, DC
MONTANA-DAKOTA UTILITIES
PUBLIC SERVICE ELECTRIC & GAS

McKean, Whitehead & Wilson, DC
STANDARD OIL CO OF CALIFORNIA

McNutt, Dudley, Easterwood & Losch, DC
ALLIS-CHALMERS

Milbank, Tweed, Hadley & McCloy, NY
ALLIED CHEMICAL
● AMERADA HESS
MARATHON OIL

Miller & Chevalier, DC
BALTIMORE GAS & ELECTRIC
COLUMBIA GAS SYSTEM
NORTHERN NATURAL GAS
PACIFIC LIGHTING
RAYTHEON
UNION OIL CO OF CALIFORNIA

Mitchell, Silberberg & Knupp, CA
OCCIDENTAL PETROLEUM

Morgan, Lewis & Bockius, PA
AMERICAN ELECTRIC POWER CO
LONG ISLAND LIGHTING
MCDERMOTT (J RAY) & CO
UNION CARBIDE

Mudge, Rose, Guthrie & Alexander, NY
● STONE & WEBSTER

O'Connor & Hannan, DC
NORTHERN STATES POWER CO (MINN)

O'Melveny & Myers, CA
SOUTHERN CALIFORNIA EDISON
STANDARD OIL CO (INDIANA)

Paine, Lowe, Coffin, Herman & O'Kelley, WA
WASHINGTON WATER POWER

Patton, Boggs & Blow, DC
ARMCO
MARATHON OIL
NORTHWEST ENERGY

Peabody, Brown, Rowley & Storey, MA
NORTHEAST UTILITIES

Peck, Shaffer & Williams, OH
CINCINNATI GAS & ELECTRIC

Pepper, Hamilton & Scheetz, PA
SUN CO

Phillips, Nizer, Krim, Benjamin
& Ballon, NY
● OCCIDENTAL PETROLEUM

Pierson, Semmes, Crolius & Finley, DC
NATIONAL STEEL
OKLAHOMA NATURAL GAS

Pillsbury, Madison & Sutro, CA
● STANDARD OIL CO OF CALIFORNIA

Potter International, DC
ROCKWELL INTERNATIONAL

Ragan & Mason, DC
Bechtel
GULF OIL

Reed, Smith, Shaw & McClay, PA
COLUMBIA GAS SYSTEM
● GULF OIL
QUAKER STATE OIL REFINING

Reid & Priest, NY
CAROLINA POWER & LIGHT
CLEVELAND ELECTRIC ILLUMINATING
DUKE POWER
FLORIDA POWER
FLORIDA POWER & LIGHT
MIDDLE SOUTH UTILITIES
MONTANA POWER
MONTANA-DAKOTA UTILITIES
NATIONAL FUEL GAS
NIAGARA MOHAWK POWER
PENNSYLVANIA POWER & LIGHT
POTOMAC ELECTRIC POWER
PUBLIC SERVICE CO OF COLORADO
TEXAS UTILITIES
WASHINGTON WATER POWER

Rives, Bonyhadi & Smith, OR
● PACIFIC POWER & LIGHT

Rivkin, Sherman & Levy, DC
CONOCO

Rogers & Wells, NY
DIAMOND SHAMROCK

Rooks, Pitts, Fullager & Poust, IL
UNITED STATES STEEL

Ropes & Gray, MA
EASTERN GAS & FUEL ASSOCIATES
NEW ENGLAND ELECTRIC SYSTEM
RAYTHEON

Roseman & Cohen, NY
COMBUSTION ENGINEERING

Ross, Hardies, O'Keefe, Babcock & Parsons, Il
PEOPLES GAS

Schiff, Hardin & Waite, IL
ATLANTIC RICHFIELD

Schlafly, Griesedieck, Ferrell & Toft, MO
● UNION ELECTRIC

Shannon & Morley, DC
AMERICAN NATURAL RESOURCES

Shaw, Pittman, Potts & Trowbridge, DC
BALTIMORE GAS & ELECTRIC
CAROLINA POWER & LIGHT
CLEVELAND ELECTRIC ILLUMINATING
NORTHERN STATES POWER CO (MINN)
OHIO EDISON
SOUTHERN
UNION ELECTRIC
WISCONSIN ELECTRIC POWER

Shea, Gould, Climenko & Casey, NY
UNION PACIFIC

Shearman & Sterling, NY
● COMBUSTION ENGINEERING
CONSOLIDATED EDISON CO OF NY

Sidley & Austin, IL
● AMERICAN NATURAL RESOURCES
COMMONWEALTH EDISON
UNION PACIFIC

Simpson, Thacher & Bartlett, NY
● AMERICAN ELECTRIC POWER CO
● ATLAS
PENNSYLVANIA POWER & LIGHT

Slatinshek (F) & Associates, DC
GENERAL DYNAMICS

Smathers, Symington & Herlong, DC
PENNZOIL

Squire, Sanders & Dempsey, OH
● CLEVELAND ELECTRIC ILLUMINATING
STANDARD OIL CO (OHIO)

Steel, Hector & Davis, FL
● FLORIDA POWER & LIGHT

Steptoe & Johnson, DC
BALTIMORE GAS & ELECTRIC

Stinson Assoc Internl, DC
ENSERCH

Sullivan & Cromwell, NY
● ALLEGHENY POWER SYSTEM
AMAX
EL PASO
PANHANDLE EASTERN PIPELINE
PHILLIPS PETROLEUM
WISCONSIN ELECTRIC POWER

Sullivan & Worcester, MA
MAPCO

Tally & Tally, DC
BORG-WARNER

Thelen, Marrin, Johnson & Bridges, CA
● HOMESTAKE MINING

Thompson, Knight, Simmons & Bullion, TX
AMERICAN PETROFINA

Thorp, Reed & Armstrong, DC
● NATIONAL STEEL

Timmons & Co, DC
MIDDLE SOUTH UTILITIES

Utz, Litvak, Thackery, Utz & Taylor, MO
GAS SERVICE

Van Ness, Feldman & Sutcliffe, DC
CENTRAL & SOUTHWEST
PACIFIC GAS & ELECTRIC

Vinson & Elkins, TX
● GULF RESOURCES & CHEMICAL
HALLIBURTON CO
● HOUSTON NATURAL GAS
● SUPERIOR OIL
● TEXAS EASTERN

Wald, Harkrader & Ross, DC
CONSUMERS POWER

Walker (Charls E) Associates, DC
Bechtel
BETHLEHEM STEEL
DU PONT (E I) DE NEMOURS & CO
FLUOR
GENERAL ELECTRIC
GOODYEAR TIRE & RUBBER
NATIONAL STEEL
UNION CARBIDE
UNION OIL CO OF CALIFORNIA

Watkins, Vandiver, Kirvin, Gable & Gray
● DUKE POWER

Watkiss & Campbell, UT
NORTHWEST ENERGY

White & Case, NY
● GENERAL ELECTRIC
MCDERMOTT (J RAY) & CO
UNITED STATES STEEL

Whiteford, Hart, Carmody & Wilson, DC
TEXACO

Wickes, Riddell, Bloomer, Jacobi & McGuire, NY
SHELL OIL

Wildman, Harrold, Allen & Dixon, IL
PIONEER CORP (TEXAS)

Wilentz, Goldman & Spitzer, NJ
AMERADA HESS

Williams & Connolly, DC
EL PASO
UNION PACIFIC

Williams & Jensen, DC
SUPERIOR OIL

Wilmer, Cutler & Pickering, DC
AMERICAN CYANAMID
BETHLEHEM STEEL

Winston & Strawn, IL
ATLAS

Winthrop, Stimson, Putnam & Roberts, NY
CONSUMERS POWER
OHIO EDISON
SOUTHERN

Worcham, Forsythe & Sampels, TX
TEXAS UTILITIES

Wyman, Bautzer, Rothman & Kuchel, CA
ASHLAND OIL
CITIES SERVICE

Index to Investment Banks

● Indicates a primary relationship to company, i.e. lead investment bank in a stock or debt underwriting, or adviser in an important merger or acquisition.

Bache Halsey Stuart Shields Inc, NY
- BALTIMORE GAS & ELECTRIC
- COMMONWEALTH EDISON
- GULF RESOURCES & CHEMICAL
- MONTANA POWER
- PEOPLES GAS
- UNION ELECTRIC

Baird (Robert W) & Co, WI
- WISCONSIN ELECTRIC POWER

Bear, Stearns & Co, NY
- ● GULF RESOURCES & CHEMICAL
- MAPCO

Blyth Eastman Dillon & Co Inc, NY
- AMERICAN ELECTRIC POWER CO
- ASHLAND OIL
- COASTAL STATES GAS
- GAS SERVICE
- GETTY OIL
- MISSOURI-PACIFIC
- ● NORTHERN NATURAL GAS
- OCCIDENTAL PETROLEUM
- ● PACIFIC GAS & ELECTRIC
- ● SOUTHERN NATURAL RESOURCES
- ● STANDARD OIL CO OF CALIFORNIA
- ● TEXAS UTILITIES

Brown (Alex) & Sons, MD
- BALTIMORE GAS & ELECTRIC
- POTOMAC ELECTRIC POWER

Dain, Kalman & Quail, MN
- NORTHERN STATES POWER CO (MINN)

Dean Witter Reynolds Inc, CA
- DUKE POWER
- HOUSTON INDUSTRIES
- MONTANA POWER
- ● NORTHERN INDIANA PUBLIC SERVICE
- OCCIDENTAL PETROLEUM
- OHIO EDISON
- PACIFIC GAS & ELECTRIC
- SOUTHERN
- ● SOUTHERN CALIFORNIA EDISON
- ● SOUTHERN UNION
- STANDARD OIL CO OF CALIFORNIA
- WASHINGTON WATER POWER

Dillon Read & Co Inc, NY
- AMERADA HESS
- ● AMERICAN NATURAL RESOURCES
- ● ASHLAND OIL
- Bechtel
- ● GOODYEAR TIRE & RUBBER
- MONTANA-DAKOTA UTILITIES
- PANHANDLE EASTERN PIPELINE
- ● PEOPLES GAS
- ● SUPERIOR OIL
- ● TEXAS EASTERN
- ● TEXAS GAS TRANSMISSION
- ● UNION OIL CO OF CALIFORNIA

Drexel Burnham Lambert Inc, NY
- ● PENNSYLVANIA POWER & LIGHT
- ● PHILADELPHIA ELECTRIC

First Boston Corp, NY
- ● BALTIMORE GAS & ELECTRIC
- ● CITIES SERVICE
- ● COMBUSTION ENGINEERING
- ● DU PONT (E I) DE NEMOURS & CO
- ● EASTERN GAS & FUEL ASSOCIATES
- GOODYEAR TIRE & RUBBER
- ● GULF OIL
- HOUSTON NATURAL GAS
- ● LONG ISLAND LIGHTING
- ● MARATHON OIL
- NATIONAL STEEL
- NEW ENGLAND ELECTRIC SYSTEM
- PENNSYLVANIA POWER & LIGHT
- ● PEOPLES GAS
- PHILADELPHIA ELECTRIC
- ● PHILLIPS PETROLEUM
- ● REPUBLIC STEEL
- SOUTHERN CALIFORNIA EDISON
- ● UNC RESOURCES
- ● UNION PACIFIC
- WESTINGHOUSE ELECTRIC

Goldman Sachs & Co, NY
- ALLEGHENY POWER SYSTEM
- ● ALLIED CHEMICAL
- ARMCO
- ● BORG-WARNER
- Drummond
- ENSERCH
- FLORIDA POWER & LIGHT
- FLUOR
- GENERAL ELECTRIC
- GOODYEAR TIRE & RUBBER
- NATIONAL FUEL GAS
- NORTHERN INDIANA PUBLIC SERVICE
- NORTHERN NATURAL GAS
- ● NORTHWEST ENERGY
- PHELPS DODGE
- POTOMAC ELECTRIC POWER
- REPUBLIC STEEL
- ROCKWELL INTERNATIONAL
- TEXAS UTILITIES

Hutton (E F) & Co, NY
CINCINNATI GAS & ELECTRIC
DETROIT EDISON
NEW ENGLAND ELECTRIC SYSTEM
SOUTHERN CALIFORNIA EDISON

Kidder, Peabody & Co Inc, NY
CONSOLIDATED EDISON CO OF NY
FLORIDA POWER
HOUSTON INDUSTRIES
MIDDLE SOUTH UTILITIES
● MONTANA POWER
NEW ENGLAND ELECTRIC SYSTEM
● OCCIDENTAL PETROLEUM
PANHANDLE EASTERN PIPELINE
PENN VIRGINIA
● PUBLIC SERVICE CO OF COLORADO
PUBLIC SERVICE ELECTRIC & GAS
QUAKER STATE OIL REFINING
RAYTHEON
● WASHINGTON WATER POWER

Kuhn Loeb & Co Inc, NY
● AMERICAN ELECTRIC POWER CO
● BETHLEHEM STEEL
● ROCKWELL INTERNATIONAL

Lazard Freres & Co, NY
ALLIED CHEMICAL
● ALLIS-CHALMERS
GENERAL DYNAMICS
● Peabody Holding

Lehman Brothers Kuhn Loeb Inc, NY
● ALLIED CHEMICAL
● AMAX
ASHLAND OIL
ATLAS
BENDIX
BORG-WARNER
CITIES SERVICE
COASTAL STATES GAS
● DIAMOND SHAMROCK
GETTY OIL
● HALLIBURTON CO
● KERR-MCGEE
● LONG ISLAND LIGHTING
MIDDLE SOUTH UTILITIES
MOBIL CORP
NORTHWEST ENERGY
PENNZOIL
POGO PRODUCING
● QUAKER STATE OIL REFINING
SOUTHERN NATURAL RESOURCES
TRANSCO COMPANIES
UNION ELECTRIC
● WESTINGHOUSE ELECTRIC

Loeb Rhoades & Co, NY
NATIONAL FUEL GAS

Loeb Rhoades, Hornblower & Co, NY
● NORTHWEST ENERGY

McDonald & Co, OH
CLEVELAND ELECTRIC ILLUMINATING

Merrill Lynch White Weld Capital Markets Group, NY
AMERICAN CYANAMID
AMERICAN NATURAL RESOURCES
ATLANTA GAS LIGHT
● ATLANTIC RICHFIELD
● BROOKLYN UNION GAS
● CAROLINA POWER & LIGHT
CENTRAL & SOUTHWEST
● COMMONWEALTH EDISON
CONSOLIDATED EDISON CO OF NY
DIAMOND SHAMROCK
DUKE POWER
● EL PASO
● ENTEX
FLORIDA POWER
● FLORIDA POWER & LIGHT
GENERAL PUBLIC UTILITIES
GULF OIL
HOUSTON NATURAL GAS
● MAPCO
MISSOURI-PACIFIC
● NATIONAL STEEL
● NIAGARA MOHAWK POWER
NICOR
NORTHERN INDIANA PUBLIC SERVICE
● NORTHERN STATES POWER CO (MINN)
OHIO EDISON
PACIFIC GAS & ELECTRIC
PANHANDLE EASTERN PIPELINE
PITTSTON
● POTOMAC ELECTRIC POWER
● PUBLIC SERVICE CO OF COLORADO
● PUBLIC SERVICE ELECTRIC & GAS
REPUBLIC STEEL
ROCKWELL INTERNATIONAL
SOUTHERN
SOUTHERN NATURAL RESOURCES
SUN CO
TENNECO
● UNION ELECTRIC
● UNITED ENERGY RESOURCES
● VIRGINIA ELECTRIC & POWER
WISCONSIN ELECTRIC POWER

Morgan Stanley & Co Inc, NY
- ● BENDIX
- CAROLINA POWER & LIGHT
- ● CBI INDUSTRIES
- CENTRAL & SOUTHWEST
- ● CINCINNATI GAS & ELECTRIC
- ● CLEVELAND ELECTRIC ILLUMINATING
- COLUMBIA GAS SYSTEM
- COMMONWEALTH EDISON
- ● CONOCO
- ● CONSUMERS POWER
- ● DETROIT EDISON
- ● DU PONT (E I) DE NEMOURS & CO
- ● DUKE POWER
- ● EXXON
- ● GENERAL ELECTRIC
- ● HOUSTON INDUSTRIES
- MOBIL CORP
- ● OHIO EDISON
- ● PACIFIC LIGHTING
- ● PENNSYLVANIA POWER & LIGHT
- ● PHELPS DODGE
- PHILLIPS PETROLEUM
- ● RAYTHEON
- ● SHELL OIL
- SOUTHERN
- ● STANDARD OIL CO (INDIANA)
- ● STANDARD OIL CO (OHIO)
- ● TENNECO
- ● TEXACO
- ● TEXAS UTILITIES
- ● UNION CARBIDE
- ● UNITED STATES STEEL
- ● VIRGINIA ELECTRIC & POWER

Paine, Webber, Jackson & Curtis Inc, NY
- COASTAL STATES GAS
- ● LONG ISLAND LIGHTING
- OKLAHOMA NATURAL GAS

Piper, Jaffray & Hopwood Inc, MN
- NORTHERN STATES POWER CO (MINN)

Prescott, Ball & Turben, OH
- CLEVELAND ELECTRIC ILLUMINATING

Salomon Brothers, NY
- AMERICAN CYANAMID
- AMERICAN NATURAL RESOURCES
- ATLANTA GAS LIGHT
- ATLANTIC RICHFIELD
- CENTRAL & SOUTHWEST
- ● ENSERCH
- FLORIDA POWER & LIGHT
- GULF OIL
- ● MIDDLE SOUTH UTILITIES
- MOBIL CORP
- NATIONAL STEEL
- NIAGARA MOHAWK POWER
- SUN CO
- UNION PACIFIC
- WISCONSIN ELECTRIC POWER

Smith Barney, Harris Upham & Co Inc, NY
- ● ARMCO
- ● ATLANTIC RICHFIELD
- BETHLEHEM STEEL
- EL PASO
- FLUOR
- ● MCDERMOTT (J RAY) & CO

Warburg Paribas Becker Inc, IL
- ALLIS-CHALMERS
- AMERICAN PETROFINA
- BORG-WARNER
- PITTSTON
- STANDARD OIL CO OF CALIFORNIA
- SUN CO
- UNION OIL CO OF CALIFORNIA

Wertheim & Co Inc, NY
- CONSOLIDATED NATURAL GAS

Wheat First Securities, VA
- VIRGINIA ELECTRIC & POWER

White Weld & Co Inc, NY
- AMERICAN CYANAMID
- BROOKLYN UNION GAS
- ● HOUSTON NATURAL GAS
- ● PENNZOIL
- SOUTHERN UNION
- TENNECO
- ● TRANSCO COMPANIES
- WASHINGTON WATER POWER

Index to Accountants

Arthur Andersen & Co, IL
- AMERICAN NATURAL RESOURCES
- BROOKLYN UNION GAS
- CBI INDUSTRIES
- CENTRAL & SOUTHWEST
- CINCINNATI GAS & ELECTRIC
- COLUMBIA GAS SYSTEM
- COMBUSTION ENGINEERING
- COMMONWEALTH EDISON
- CONSOLIDATED NATURAL GAS
- CONSUMERS POWER
- EASTERN GAS & FUEL ASSOCIATES
- ENTEX
- FLORIDA POWER
- GENERAL DYNAMICS
- GETTY OIL
- GULF RESOURCES & CHEMICAL
- HALLIBURTON CO
- KERR-MCGEE
- NICOR
- NORTHEAST UTILITIES
- NORTHERN INDIANA PUBLIC SERVICE
- NORTHERN NATURAL GAS
- NORTHWEST ENERGY
- OCCIDENTAL PETROLEUM
- OHIO EDISON
- PENNZOIL
- PEOPLES GAS
- POGO PRODUCING
- SOUTHERN
- SOUTHERN CALIFORNIA EDISON
- SUPERIOR OIL
- TENNECO
- TEXACO
- TEXAS GAS TRANSMISSION
- TRANSCO COMPANIES
- UNITED ENERGY RESOURCES

Arthur Young & Co, NY
- AMERADA HESS
- CONOCO
- Drummond
- FLUOR
- GAS SERVICE
- MCDERMOTT (J RAY) & CO
- MOBIL CORP
- MONTANA-DAKOTA UTILITIES
- PHILLIPS PETROLEUM
- PIONEER CORP (TEXAS)
- PUBLIC SERVICE CO OF COLORADO
- SOUTHERN NATURAL RESOURCES

Coopers & Lybrand, NY
- AMAX
- ATLANTIC RICHFIELD
- ATLAS
- BALTIMORE GAS & ELECTRIC
- GENERAL PUBLIC UTILITIES
- GULF OIL
- NEW ENGLAND ELECTRIC SYSTEM
- PHILADELPHIA ELECTRIC
- QUAKER STATE OIL REFINING
- RAYTHEON
- STONE & WEBSTER
- SUN CO
- UNION OIL CO OF CALIFORNIA
- VIRGINIA ELECTRIC & POWER

Deloitte, Haskins & Sells, NY
- AMERICAN ELECTRIC POWER CO
- ARMCO
- ATLANTA GAS LIGHT
- BENDIX
- CAROLINA POWER & LIGHT
- DUKE POWER
- ENSERCH
- FLORIDA POWER & LIGHT
- HOMESTAKE MINING
- HOUSTON INDUSTRIES
- HOUSTON NATURAL GAS
- MAPCO
- MIDDLE SOUTH UTILITIES
- NORTHERN STATES POWER CO (MINN)
- PACIFIC GAS & ELECTRIC
- PACIFIC LIGHTING
- PACIFIC POWER & LIGHT
- PENNSYLVANIA POWER & LIGHT
- PUBLIC SERVICE ELECTRIC & GAS
- ROCKWELL INTERNATIONAL
- TEXAS UTILITIES
- UNION PACIFIC
- WASHINGTON WATER POWER

Ernst & Whinney, OH
- ASHLAND OIL
- MARATHON OIL
- NATIONAL STEEL
- NORTH AMERICAN COAL
- REPUBLIC STEEL
- ROCHESTER & PITTSBURGH COAL
- STANDARD OIL CO (OHIO)

Hurdman & Cranstoun, NY
- UNION CARBIDE

Main, Lafrentz & Co, NY
- EL PASO

Peat, Marwick, Mitchell & Co, NY
- AMERICAN CYANAMID
- AMERICAN PETROFINA
- BORG-WARNER
- CITIES SERVICE
- GENERAL ELECTRIC
- OKLAHOMA NATURAL GAS
- PANHANDLE EASTERN PIPELINE
- PENN VIRGINIA
- PITTSTON
- SOUTHERN UNION
- TEXAS EASTERN
- UNC RESOURCES

Price, Waterhouse & Co, NY
- ALLEGHENY POWER SYSTEM
- ALLIED CHEMICAL
- ALLIS-CHALMERS
- BETHLEHEM STEEL
- CLEVELAND ELECTRIC ILLUMINATING
- CONSOLIDATED EDISON CO OF NY
- DETROIT EDISON
- DIAMOND SHAMROCK
- DU PONT (E I) DE NEMOURS & CO
- EXXON
- GOODYEAR TIRE & RUBBER
- LONG ISLAND LIGHTING
- MISSOURI-PACIFIC
- MONTANA POWER
- NATIONAL FUEL GAS
- NIAGARA MOHAWK POWER
- PHELPS DODGE
- POTOMAC ELECTRIC POWER
- SHELL OIL
- STANDARD OIL CO (INDIANA)
- STANDARD OIL CO OF CALIFORNIA
- UNION ELECTRIC
- UNITED STATES STEEL
- WESTINGHOUSE ELECTRIC
- WISCONSIN ELECTRIC POWER

Touche, Ross & Co, NY
- COASTAL STATES GAS
- STRUTHERS WELLS

R4200-1.5
8/3/81

CDE STOCK OWNERSHIP DIRECTORY

NO. 5
FORTUNE 500

Stephen Abrecht and Michael Locker, Editors

CDE CORPORATE DATA EXCHANGE, INC., NEW YORK

1

For various aspects of research and production, we would like to acknowledge the assistance of the following persons: Peter Brooks, Barbara Byrne, Robert Fasano, Judith Feder, Travis Gering, Rachelle Gura, David Habenstreit, Jeremy Hoffman, Stephanie Rugoff and Mike Szumski.

This Directory was produced and published by Corporate Data Exchange, Inc., a non-profit organization, for the educational purposes of its readers. This publication is not to be construed as a solicitation either to buy or sell any of the securities mentioned.

The information herein has been obtained from public and company sources believed to be reliable and accurate. The CDE exercised due care and caution in preparing and producing this Directory but because of the possibility of human and mechanical error its accuracy or completeness is not guaranteed and liability cannot be assumed for correctness of the data herein.

Copyright © 1981 by Corporate Data Exchange, Inc.

FORTUNE is a registered mark of Time Inc.

All rights reserved. No part of this publication may be reproduced or transmitted in any form or by any means, electronic or mechanical, including photocopy, recording, or any information storage or retrieval system, without permission in writing from the publisher.

Printed in the United States of America

CDE Stock Ownership Series: ISBN 0-917720-00-8
No. 5: ISBN 0-917720-05-9
ISSN 0276-7775

Corporate Data Exchange, Inc.
198 Broadway, Room 702
New York, NY 10038
(212) 962-2980

2

Contents

Abbreviations & Symbols 5

Part One: Introduction

Introduction 9
Non-Profiled Fortune 500 Companies 10
How to Read a Stockbroker Profile 11

Part Two: Company Profiles

Profiles in Alphabetical Order 15
Index to Top Five Stockholders 201

CORPORATE DATA EXCHANGE, INC.

The Corporate Data Exchange, Inc. (CDE) is a non-profit, tax-exempt research firm formed in 1975. CDE publishes the CDE Stock Ownership Directory series as well as other occasional studies.

Stock Ownership Directory Series

No. 1 Transportation (1976; 336 pages). Profiles of 176 companies from eight transport sectors: railroads, motor carriers (freight & passenger), airlines, natural gas pipelines, freight forwarders and water carriers. Includes extensive introductions and statistical data for each sector.

No. 2 Agribusiness (1978; 287 pages). Profiles of the 222 largest companies active in farm inputs, food processing and food distribution. Includes hard-to-find statistical data on business lines, foreign operations and concentration.

No. 3 Banking & Finance (1980; 245 pages). Profiles of 240 companies in eight financial industries: commercial banks, investment banks, life insurance, savings and loans, savings banks, property/casualty insurance, finance companies and investment advisors. Also includes ranking charts for each industry.

No. 4 Energy (1980; 217 pages). Profiles of the 142 leading companies active in natural gas, oil, coal, nuclear and electric utilities. Ranking charts for each field plus figures on concentration.

No. 5 Fortune 500 (July 1981; 250 pages). Stockholder profiles of the largest companies in the United States, whose combined sales account for over three-fourths of all manufacturing revenues.

Services

Stock Ownership Profiles from the CDE Data Bank (on request). Photocopies of previously published company profiles are available. Special stockholder profiles on individual public corporations can be compiled upon request. The entire CDE company profile data bank is also available on computer tape.

Abbreviations and Symbols

<, diversified holding company.
#, indicates an interlocking relationship with the profiled company's board of directors.
+, investment bank or brokerage firm.
*****, investment company manager.
●, preceding shares outstanding indicates that a voting class of preferred stock was included in the total.
A, holding for 1st quarter of 1978.
Accid, accident.
Assn, association.
Assoc, associates.
Assur, assurance.
B, holding for 2nd quarter 1978.
Ben, benefit.
Bk, bank.
C, holding for 3rd quarter 1978.
Com, common.
D, holding for 4th quarter 1978.
E, holding for 1st quarter 1979.
Emp, employee.
ESOP, Employee Stock Ownership Plan.
F, holding for 2nd quarter 1979.
Fd, fund.
Fin, financial.
G, holding for 3rd quarter 1979.
Genl, general.
H, holding for 4th quarter 1979.
Insur, insurance.
Int, interest.
Interni, **Intl**, international.
Invest, investment.
J, holding for 1st half 1980.
Mngr, manager.
Mngt, management.
Mtl, mutual.
na, not available.
Natl, national.
O/S, shares outstanding.
P, indicates that more than half of the bank's holding is attributable to an employee thrift, savings or profit sharing plan trusteed by the bank.
Pct, participant.
Pen, pension fund.
Pl, plan.
Prof, profit.
Pur, purchase.
Retir, retirement.
Sal, salaried.
Sav, saving.
Sec, securities.
Shar, sharing.
St, stock.
Sub, subsidiary.
Tr, trust.
TRASOP, Tax Reduction Act Stock Ownership Plan.
X, holding for 1st half 1977.
Y, holding for 2nd half 1977.

Part One

Introduction

This volume, the fifth in CDE's Stock Ownership Directory series, presents for the first time who owns the Fortune 500 industrials. The ownership profiles identify and rank the largest stockholders in each company in an up-to-date, convenient reference format.

The Fortune 500 currently represent between two-thirds and three-quarters of the total assets and sales of all U.S. manufacturing and mining companies. Nevertheless this authoritative list fails to include many of the largest U.S. corporations. First, in order to be considered, a company must obtain at least 50 percent of its revenues from manufacturing and/or mining. This means a number of large diversified firms with significant manufacturing/mining operations are absent from Fortune's list, as well as from the other Fortune rankings (e.g. IU International, Schlumberger Ltd., Engelhard Minerals and Chemicals, Halliburton, etc.). Second, many large privately-held corporations, such as Cargill, Reader's Digest and Hearst Corp., do not appear in Fortune's list because they fail to disclose any financial and operating data.

This Directory includes extensive profiles of 456 of the total 500 companies listed in the May 1980 edition of *Fortune* Magazine. Of the remaining companies, 22 were acquired by other firms since the publication of the list; 16 are wholly- or tightly-owned by one or two families or companies and 6 are not stock companies. These 44 companies are listed in the chart following this introduction. The accelerated pace of mergers in the first half of 1981 has affected the ownership of a few companies which are profiled in the Directory.

The profiles rank any publicly-identifiable stockholder who exercised investment power[1] over two-tenths of one percent or more of a company's common stock. All data is for year-end 1980 with proxy information updated through February 1981 and holders of 5 percent or more updated through May 1981. Holdings have been adjusted for all stock splits and stock dividends through year-end 1980.

In the past, CDE's Directories have also listed each holder's voting power. Upon further review of the SEC's reporting criteria for 13(f) institutions, CDE decided to eliminate voting power because the information proved unreliable. On the one hand investment company managers disclaim any voting authority over stocks held by their managed funds. On the other hand institutional investors are only required to report their voting authority for those shares over which they have sole or shared investment power. Holdings for which they do not exercise investment discretion, but which they vote, are not reported.

I. TOTAL SHARES OUTSTANDING

This figure represents the number of common shares outstanding as of December 31,1980. In 12 cases we added certain classes of votable preferred because they represented a significant proportion of the total votable securities (i.e. 20 percent). This made it possible to identify significant holders of votable preferred. These 12 cases are indicated by a bullet next to the total number of shares outstanding.

II. PRINCIPAL STOCKHOLDERS

CDE systematically surveyed public sources to identify stockholders who exercised investment authority over at least two-tenths of one percent of a company's common stock. The public sources can be divided into reports submitted by 1) stockholders, and 2) profiled companies.

1. Reports from Stockholders

Certain institutions and individuals file reports with the Securities and Exchange Commission disclosing their holdings in public corporations while others voluntarily publish a portfolio listing. CDE included holdings identified in SEC Forms 13(f), 13D, 13G, 14D-1 and 144 filed in 1980 and collected additional portfolios from non-reporting institutions. These documents reveal the number of shares over which a stockholder exercises investment authority (i.e. the power to buy or sell the securities). CDE's profiles therefore include the holdings of the following types of stockholders:

Bank Trust Departments: under SEC 13(f) reporting requirements, banks and trust companies managing $100 million or more in stock must disclose their holdings.

Investment Companies and Advisory Firms: those selling stock to the public, no matter their asset size, must

Non-Profiled Fortune 500 Companies

Company	Reason Not Profiled/Corporate Change
Acco Industries	Owned 91.4% by Babcock & Wilcox Ltd (England).
Agway	Cooperative.
Airco	Wholly-owned by BOC Internl Ltd (England).
Alumax	Owned 50% by AMAX Inc and 45% by Mitsui & Co Ltd (Japan).
A-T-O	Name changed to Figgie International Inc in 6-81.
Beech Aircraft	Acquired by Raytheon Co in 2-80.
Bluebird	Acquired by Northern Foods Ltd (England) in 1-80.
Bunker Ramo	Acquisition by Allied Corp pending as of 6-81.
CF Industries	Cooperative.
Coca-Cola Bottling Co of NY	Acquired by Coca-Cola Co in 1-81.
Consolidated Aluminum	Owned 60% by Swiss Aluminum Ltd (Switzerland) and 40% by Phelps Dodge Corp.
Coors (Adolph)	Controlled by the Coors Family.
Dart Industries	Merged with Kraft Inc to form Dart & Kraft Inc in 9-80.
Dow Corning	Owned 50% by Dow Chemical Co and 50% by Corning Glass Works.
Fairmont Foods	Acquired by American Financial Corp in 7-80.
Farmland Industries	Cooperative.
Fiat-Allis	Owned 50% by Allis-Chalmers Corp and 50% by Fiat S.P.A. (Italy).
Fieldcrest Mills	In 5-81 proposed to merge with Amoskeag Co to form Fieldcrest Amoskeag Inc.
Freeport Minerals	In 4-81 merged with McMoRan Oil & Gas Co to form Freeport-McMoRan Inc.
GK Technologies	Acquired by Penn Central Co in 3-81.
Gold Kist	Cooperative.
Hobart	In 3-81 96% of common stock acquired by Dart & Kraft Inc.
Hood (H P)	Acquired by Agway Inc and Agri-Mark Inc in 1980.
Idle Wild Foods	Controlled by the Jacobson Family.
Iowa Beef Processors	Acquisition by Occidental Petroleum Corp pending as of 7-81.
Kennecott	Acquisition by Standard Oil Co (Ohio) pending as of 6-81.
Koehring	Acquired by a 52.6% owned subsidiary of Canadian Pacific Ltd (Canada) in 10-80.
Kohler	Controlled by the Kohler Family.
Kraft	Merged with Dart Industries Inc to form Dart & Kraft Inc in 9-80.
Land-O-Lakes	Cooperative.
Lever Brothers	Owned 100% by Unilever NV (Netherlands/England).
Liggett Group	Acquired by Grand Metropolitan Ltd (England) in 6-80.
Lipton (Thomas J)	Owned 100% by Unilever NV (Netherlands/England).
Marmon Group	Owned 82% by the Pritzker Family.
McDonough	Acquired by Hanson Trust Ltd (England) in 1-81.
Midland Cooperatives	Cooperative.
Miles Laboratories	Acquired by Bayer AG (West Germany) in 2-79.
Nabisco	In 4-81 proposed to merge with Standard Brands Inc to form Nabisco Brands Inc.
National Starch & Chemical	Owned 100% by Unilever NV (Netherlands/England).
Norin	Acquired by Canadian Pacific Ltd (Canada) in 7-80.
Oscar Mayer	Acquired by General Foods in 5-81.
Reliance Electric	Acquired by Exxon Corp in 1-80.
St Joe Minerals	In 4-81 Fluor Corp acquired 45% of company's stock and proposed to acquire the remaining stock outstanding.
Seagram (Joseph E) & Sons	Owned by Seagram Co Ltd (Canada).
Sperry Hutchinson	Acquisition by Baldwin-United Corp pending as of 6-81.
Standard Brands	In 4-81 proposed to merge with Nabisco Inc to form Nabisco Brands Inc.
Twentieth Century-Fox Film	In 5-81 the Marvin Davis Family Interests and an unidentified foreign corporation each proposed to acquire 50% of company's stock.
United Refining	Acquired in 2-81 by Coral Petroleum Inc, a company wholly owned by David B. Chalmers.
United States Filter	In 1-81 96% of common stock acquired by Ashland Oil Inc.
Wallace Murray	Acquired by Household Finance Corp in 5-81.
Western Electric	Owned by American Telephone & Telegraph Co.

NOTE: Listed in this Chart are all the companies which are *not* profiled in this Directory, as well as significant corporate changes which have occurred since the original list was published by *Fortune* in May 1980. *Fortune*'s list contains companies that are wholly- or tightly-owned by families or other companies, as well as cooperatives - both of which are excluded from the ownership profiles in this Directory. In addition, CDE eliminated firms that were acquired by other corporations since the publication of the list.

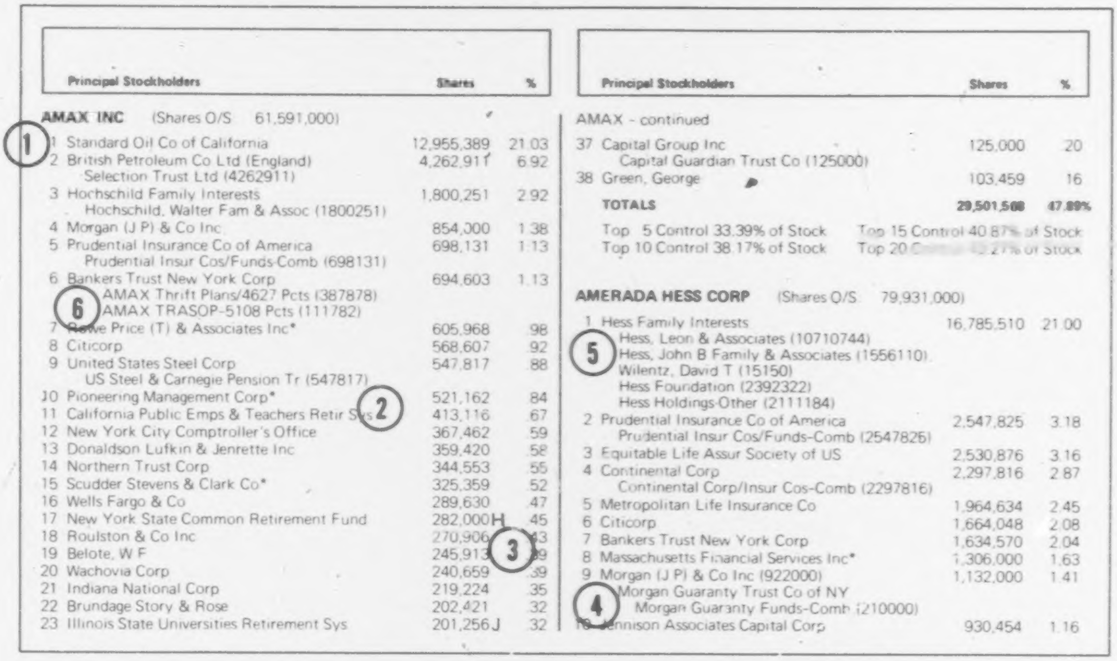
disclose their holdings on a quarterly basis. Private firms managing stock assets In excess of $100 million fall under 13(f) disclosure requirements.

Insurance Companies: all life and property-casualty firms report to state regulatory agencies and/or the SEC under 13(f) requirements.

Private Pension Funds: most corporate pension funds are managed by banks, insurance companies, or advisory firms, and their stockholdings are reported by those institutions. However a few self-managed funds report under 13(f) requirements. CDE collected the portfolios of additional major funds in order to include their holdings.

Public Pension Funds: most state, county and municipal pension funds are self-managed and a few report under the 13(f) requirements. CDE collected the portfolios of additional major funds in order to include their holdings.

How to Read a Stockholder Profile



AMAX INC (Shares O/S 61,591,000)

Principal Stockholders	Shares	%
1 Standard Oil Co of California	12,955,389	21.03
2 British Petroleum Co Ltd (England)	4,262,911	6.92
Selection Trust Ltd (4262911)		
3 Hochschild Family Interests	1,800,251	2.92
Hochschild, Walter Fam & Assoc (1800251)		
4 Morgan (J P) & Co Inc	854,000	1.38
5 Prudential Insurance Co of America	698,131	1.13
Prudential Insur Cos/Funds-Comb (698131)		
6 Bankers Trust New York Corp	694,603	1.13
AMAX Thrift Plans/4627 Pcts (387878)		
AMAX TRASOP-5108 Pcts (111782)		
7 Rowe Price (T) & Associates Inc*	605,968	.98
8 Citicorp	568,607	.92
9 United States Steel Corp	547,817	.88
US Steel & Carnegie Pension Tr (547817)		
10 Pioneering Management Corp*	521,162	.84
11 California Public Emps & Teachers Retir Sys	413,116	.67
12 New York City Comptroller's Office	367,462	.59
13 Donaldson Lufkin & Jenrette Inc	359,420	.58
14 Northern Trust Corp	344,553	.55
15 Scudder Stevens & Clark Co*	325,359	.52
16 Wells Fargo & Co	289,630	.47
17 New York State Common Retirement Fund	282,000H	.45
18 Roulston & Co Inc	270,906	.43
19 Belote, W F	245,913	.39
20 Wachovia Corp	240,659	.39
21 Indiana National Corp	219,224	.35
22 Brundage Story & Rose	202,421	.32
23 Illinois State Universities Retirement Sys	201,256J	.32

AMAX - continued

Principal Stockholders	Shares	%
37 Capital Group Inc	125,000	.20
Capital Guardian Trust Co (125000)		
38 Green, George	103,459	.16
TOTALS	**29,501,508**	**47.89%**

Top 5 Control 33.39% of Stock Top 15 Control 40.87% of Stock
Top 10 Control 38.17% of Stock Top 20 [illegible].27% of Stock

AMERADA HESS CORP (Shares O/S 79,931,000)

Principal Stockholders	Shares	%
1 Hess Family Interests	16,785,510	21.00
Hess, Leon & Associates (10710744)		
Hess, John B Family & Associates (1556110)		
Wilentz, David T (15150)		
Hess Foundation (2392322)		
Hess Holdings-Other (2111184)		
2 Prudential Insurance Co of America	2,547,825	3.18
Prudential Insur Cos/Funds-Comb (2547825)		
3 Equitable Life Assur Society of US	2,530,876	3.16
4 Continental Corp	2,297,816	2.87
Continental Corp/Insur Cos-Comb (2297816)		
5 Metropolitan Life Insurance Co	1,964,634	2.45
6 Citicorp	1,664,048	2.08
7 Bankers Trust New York Corp	1,634,570	2.04
8 Massachusetts Financial Services Inc*	1,306,000	1.63
9 Morgan (J P) & Co Inc (922000)	1,132,000	1.41
Morgan Guaranty Trust Co of NY		
Morgan Guaranty Funds-Comb (210000)		
10 Jennison Associates Capital Corp	930,454	1.16

① **RANK:** Holdings ranked in descending order according to investment authority.

② **PUBLIC EMPLOYEE PENSION FUNDS:** Identifies the administrator of state, county, and municipal public retirement systems.

③ **OFFDATING:** Holdings are for year end 1980 unless followed by a letter which indicates the following dates:

Period	1977	1978	1979	1980
1st Quarter	X	A	E	J
2nd Quarter		B	F	
3rd Quarter	Y	C	G	
4th Quarter		D	H	

④ **SUB-ENTRIES:** Significant and identifiable sub-entities whose holdings are included in the total for the complex head. A *single indentation* indicates that the complex head *owns* at least 40% of the sub-entry's voting stock. Family members are also given a single indentation when listed under a family complex. A *double indentation* indicates that the complex head controls the sub-entry through a *management* relationship such as an investment advisory agreement or a trust agreement between a commercial bank and employee benefit plan.

⑤ **FAMILY COMPLEX:** Combination of identifiable holdings of all known family members and family-controlled trusts, foundations, and corporations.

⑥ **THRIFT AND SAVINGS PLAN:** Includes thrift, savings, stock purchase and similar private plans that facilitate acquisition of stock by company employees. Excludes stock option plans limited solely to "key employees" such as officers/directors. Each plan entry is arranged to indicate how these shares are trusteed and voted. In the hypothetical example below, the Widget Co Thrift Plan holds 1,000 shares of Widget Co stock for 25 plan participants.

Trustee	Voting Power	CDE Entry
Company	Internal	Widget Co Widget Co Thrift Plan-Internal (1000)
Bank	Internal	ABC Bank NA Widget Co Thrift Plan–Internal (1000)
Bank	Participants	ABC Bank NA Widget Co Thrift Plan-25 Participants (1000)
Bank	Participants; pass thru to bank	ABC Bank NA Widget Co Thrift Plan/25 Participants (1000)
Bank	Participants; pass thru to company	ABC Bank NA Widget Co Thrift Plan/Internal (1000)
Bank	Bank	ABC Bank NA Widget Co Thrift Plan (1000)

Employee Thrift and Savings Plans: the funds of these plans often hold very large blocks in the sponsoring company. CDE checked all the profiled companies for such plans, recorded their holdings, and determined if they used an outside trustee to oversee operations. Under previous stock disclosure regulations administered by the Comptroller of the Currency, a bank serving as plan trustee was required to include these shares in its total managed holdings. Unfortunately the SEC eliminated this requirement under the 13(f) reporting system. CDE decided to list thrift and savings fund holdings under the plan's trustee, which often meant adding them to the 13(f) holdings of a bank.

Foundations and Educational Endowments: CDE included the self-managed holdings of all foundations and educational endowments with $100 million or more in equity securities, which report under 13(f), and others with less than $100 million which were acquired through a private survey.

Individuals: those holding 5 percent or more of any class of a company's stock were identified through 13D and 13G filings. The holdings of executives not on the board are reported on Form 4, and individuals holding unregistered shares must file Form 144 when they sell part of their holdings.

Non-Financial Corporations: those holding 5 percent or more of a company's common stock report under 13D and 13G requirements and those managing $100 million or more in corporate equities must report under 13(f) regulations.

2. Reports from Profiled Companies

Securities and Exchange Commission: each profiled company selling stock to the public is required to list in its proxy statement the holdings of directors up for election and the name of any individual or institutional stockholder controlling 5 percent or more of any class of the company's stock. CDE also checked secondary offering prospectuses and merger prospectuses for any additional stockholders.

III. FORMING COMPLEXES

A number of stockholders are in fact controlled by another entity (i.e. individual, family or corporate). In order to reveal the full power of all investors, CDE devised a method for consolidating the separate holdings owned or managed by a single complex. In analyzing each stockholder, CDE applied two standards to form such complexes:

1. **Family Relations:** the components of a family, including relatives, employees, estates, trusts, and family-controlled foundations, were combined into one complex. Companies or partnerships known to be 40 percent or more owned by family members were also grouped with these family interests.

2. **Intercorporate Control:** a corporation or government agency controls an institutional investor through one of three mechanisms:

    Ownership of 40 percent or more of the company's voting stock.

    Interlocking Boards where the majority of the directors or trustees are appointed by one institution.

    Management of one firm by another through a legal agreement, such as the management of mutual funds by an investment advisor, pension funds by commercial banks, and public pension funds by a government agency.

This process allowed the separate holdings of a complex to be aggregated and the total attributed to the head of the complex (i.e. ultimate parent).[2] A *single indentation* indicates that the head of the complex owns at least 40 percent of the subentry's voting stock or controls a majority of the board. Family members are also given a single indentation when listed under a family complex. A *double indentation* indicates that the head of the comp complex controls the subentry through a management arrangement. In certain cases a complex involves both ownership and management and the listing of each subentry reveals its control relationship to the ultimate parent.

IV. INDEX TO TOP FIVE STOCKHOLDERS

To facilitate the identification of the largest stockholders, we have provided a cross-index of the top five stockholders in each company. This index begins on page 201.

NOTES

1. The study used a definition of investment power developed by the Securities and Exchange Commission for the application of 13(f) regulations. It includes all shares over which the holder has sole or shared investment discretion. In the case of thrift and savings plans, we also included any shares over which the holder exercised trustee power. We therefore excluded all custodial holdings. Where two holders shared investment discretion over the same stock, we assigned the stock to one holder to avoid double counting the shares. However, it was not possible to do this in all cases because the documents did not always reveal the identity of both stockholders.

2. In certain cases the aggregation did not include some subentities with *less* than two tenths of one percent of a company's stock.

Part Two

ABBOTT LABORATORIES

(SHARES O/S 60,318,000)

Principal Stockholders	Shares	%
1 ABBOTT LABORATORIES	3,404,439	5.64
ABBOTT LABORATORIES STOCK RETIREMENT PLAN-INTERNAL (3404439)		
2 STATE STREET RESEARCH & MANAGEMENT CO•	1,768,300	2.93
3 SORENSEN, JAMES L FAMILY INTERESTS#	1,694,655	2.80
SORENSEN, JAMES L (291524)		
SORENSEN DEVELOPMENT INC (1403131)		
4 HARRIS BANKCORP INC	1,692,000	2.80
5 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,676,800	2.77
6 KEMPER FAMILY GROUP	1,053,900	1.74
KEMPER INSUR COS/FDS-COMBINED (1053900)		
7 MELLON NATIONAL CORP	1,029,680	1.70
8 NORTHERN TRUST CORP	973,077	1.61
9 BABSON (DAVID L) & CO INC• (810060)	969,060	1.60
JONES & BABSON INC		
BABSON MNGR/FUNDS-COMBINED (159000)		
10 CAPITAL GROUP INC	818,000	1.35
CAPITAL GUARDIAN TRUST CO (583000)		
CAPITAL RES & MNGT/FUNDS-COMBINED (235000)		
11 NATIONAL CITY CORP	645,000	1.06
12 OHIO STATE TEACHERS RETIR SYSTEM	626,600	1.03
13 MARSH & MCLENNAN COS INC<	578,000	.95
EBERSTADT ASSET MNGT/FDS-COMBINED (578000)		
14 STEIN ROE & FARNHAM•	554,672	.91
15 JENNISON ASSOCIATES CAPITAL CORP	533,400	.88
16 ROSENBERG CAPITAL MANAGEMENT	505,100	.83
17 BANKERS TRUST NEW YORK CORP	467,[illegible]8	.77
18 TRUST CO OF THE WEST	464,[illegible]00	.77
T C W ASSET MANAGEMENT CO (464600)		
19 CHEMICAL NEW YORK CORP	437,096	.72
20 CITICORP<	434,550	.72
21 ABBOTT (CLARA) FOUNDATION	416,260	.69
22 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	400,500	.66
23 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	400,000	.66
24 WESTERN BANCORPORATION<	363,847	.60
25 PRUDENTIAL INSURANCE CO OF AM	339,500	.56
PRUDENTIAL INSUR COS/FUNDS-COMB (339500)		
26 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	334,000	.55
27 MANUFACTURERS HANOVER CORP< (178792)	333,643	.55
EDIE (LIONEL D) & CO INC (154851)		
28 CONTINENTAL ILLINOIS CORP	331,451	.54
29 SCUDDER STEVENS & CLARK CO•	317,892	.52
30 WERTHEIM & CO INC	311,430	.51
31 MACKAY-SHIELDS FINANCIAL CORP	305,300	.50
32 TEXAS PERMANENT SCHOOL FUND	290,300	.48
33 BETHLEHEM STEEL CORP	290,000	.48
BETHLEHEM STEEL CORP PENSION PL (290000)		
34 ROSS, RICHARD M#	289,604	.48
35 TEXAS TEACHERS RETIR SYSTEM	286,400	.47
36 MASSACHUSETTS FINANCIAL SERVICES INC•	279,200	.46
37 FIRST NATIONAL BOSTON CORP	279,030	.46
38 WELLS FARGO & CO	263,014	.43
39 PROVIDENT NATIONAL CORP<	258,300	.42
40 INSTITUTIONAL CAPITAL CORP	244,000	.40
41 FIDUCIARY TRUST CO OF NEW YORK	242,960	.40
FIDUCIARY TRUST/FUNDS-COMBINED (242960)		
42 STATE STREET BOSTON CORP	240,335	.39
43 GIRARD CO	223,340	.37
44 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	223,000G	.36
45 NATIONAL INVESTMENT SER OF AMERICA INC	208,110	.34
46 FIRST INTERNATIONAL BANCSHARES INC	204,486	.33
47 HELLER (WALTER E) INTERNATIONAL CORP	200,790	.33
AMERICAN NATL BK & TR CO/CHICAGO (200790)		
48 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	199,500	.33
49 NORTHEAST BANCORP INC (CONN)	187,294	.31
50 MIDLAND BANK GROUP< (ENGLAND)	186,850	.30
CROCKER NATIONAL CORP (186850)		
51 CONNECTICUT STATE TRUST FUND	186,000J	.30
52 MANUFACTURERS NATIONAL CORP	185,562	.30
53 MERCANTILE BANCORPORATION INC	173,174	.28
54 INA CORP<	170,000	.28
INA INSUR COS/FDS-COMBINED (170000)		
55 METROPOLITAN LIFE INSURANCE CO	169,000H	.28
56 SECURITY PACIFIC CORP<	159,896	.26
57 MARYLAND STATE RETIREMENT SYSTEMS	158,000	.26
58 DOW CHEMICAL CORP	157,200	.26
59 HONG KONG & SHANGHAI BANKING CORP	152,247	.25
MARINE MIDLAND BANKS INC (152247)		
ABBOTT LABORATORIES - CONTINUED		
60 DREYFUS CORP•	150,000	.24
61 U S TRUST CORP	149,471	.24
62 AMERICAN SECURITY CORP (D C)	148,275J	.24
63 FARMERS GROUP INC<	147,000	.24
FARMERS GROUP INSUR COS-COMBINED (147000)		
64 EQUITABLE LIFE ASSUR SOCIETY OF US	144,200	.23
65 FIRST BANK SYSTEM INC	143,767	.23
66 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	143,000	.23
67 SEARS ROEBUCK & CO	141,500	.23
SEARS INVEST MNGT-PEN & SAVING PLS (141500)		
68 HARVARD UNIVERSITY	140,542	.23
69 EXTENDICARE LTD (CANADA)	140,400H	.23
CROWN LIFE INSURANCE CO (140400)		
70 FIRST UNION BANCORP	138,948	.23
71 CHASE MANHATTAN CORP	137,484	.22
72 FIDELCOR INC	135,510	.22
73 AETNA LIFE & CASUALTY CO	133,700	.22
AETNA INSUR COS/FDS-COMBINED (133700)		
74 MORGAN (J P) & CO INC<	130,000	.21
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (130000)		
75 NEW YORK LIFE INSURANCE CO	126,600	.20
76 BATTERYMARCH FINANCIAL MNGT CORP	126,300	.20
77 VALLEY NATIONAL BANK OF ARIZONA	121,952	.20
78 AMERITRUST CO	121,786	.20
79 NATIONAL DETROIT CORP	121,461	.20
80 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	121,121	.20
BANK OF CALIFORNIA NA (121121)		
TOTALS	33,150,419	54.95%

TOP 5 CONTROL 16.97% OF STOCK   TOP 15 CONTROL 29.87% OF STOCK
TOP 10 CONTROL 25.00% OF STOCK   TOP 20 CONTROL 33.69% OF STOCK

ACF INDUSTRIES

(SHARES O/S 8,812,000)

Principal Stockholders	Shares	%
1 SOROS, GEORGE INTERESTS (NETHERLANDS ANTILLE)	736,300	8.35
QUANTUM OVERSEAS N V (736300)		
2 DELAWARE MANAGEMENT CO INC•	445,900	5.06
3 BRUNDAGE STORY & ROSE	354,900	4.02
4 PROVIDENT NATIONAL CORP<	256,532	2.91
5 THORDIKE DORAN PAINE & LEWIS	225,992	2.56
THORNDIKE-WELLINGTON FUNDS-COMB (225992)		
6 AMERITRUST CO	224,659	2.54
7 DUPONT FAMILY INTERESTS	179,433	2.03
WILMINGTON TRUST CO (179433)		
8 BANKERS TRUST NEW YORK CORP	158,599	1.79
ACF EMP STOCK PUR PL/4600 PCT (106373)		
ACF ESOP/4836 PCTS (29000)		
9 WARBURG (E M) PINCUS & CO INC	153,510	1.74
EMW COUNSELLORS INC (153510)		
10 MORGAN (J P) & CO INC<	147,000	1.66
11 LORD ABBETT & CO•	124,000	1.40
12 CAPITAL SUPERVISORS INC	123,800	1.40
13 GENERAL ELECTRIC CO	110,000	1.24
ELFUN TRUSTS (110000)		
14 CITICORP<	109,300	1.24
15 KENTUCKY STATE RETIREMENT SYSTEM	100,000J	1.13
16 CITIZENS FIDELITY CORP	100,000	1.13
17 NEUBERGER & BERMAN+	80,215	.91
NEUBERGER & BER MNGT/FDS-COMBINED (80215)		
18 CONTINENTAL GROUP INC<	78,500	.89
CONTINENTAL FINL SERVICES CO (78500)		
19 FIRST & MERCHANTS CORP	65,051	.73
20 WILKINS & NANOVIC ASSOCIATES	60,800	.68
21 BEA ASSOCIATES INC	59,500	.67
22 BULLOCK (CALVIN) LTD•	55,000	.62
23 STANFORD UNIVERSITY	53,910G	.61
24 NATIONAL SECURITIES & RESEARCH CORP•	52,861	.59
25 FORD FOUNDATION	52,420	.59
26 ADAMS EXPRESS CO	50,844	.57
27 U S TRUST CORP	41,746	.47
28 WELLS FARGO & CO	41,579	.47
29 FIRST MANHATTAN CO	40,300	.45
30 YOUNG MENS CHRISTIAN ASSOC RETIR FUND	40,150	.45
31 SHIELDS ASSET MANAGEMENT INC	37,400	.42

ACF INDUSTRIES - CONTINUED

Principal Stockholders	Shares	%
32 DRESDNER BANK (WEST GERMANY)	35,000H	.39
DEUTSCHER INVEST TR-GESELLSCHAFT FUR WESTPA TRANSATLANTA (35000)		
33 FIRST BANK SYSTEM INC	33,635	.38
34 BANCOKLAHOMA CORP/BK OF OKLAHOMA NA	29,025	.32
35 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	26,000J	.29
36 HONG KONG & SHANGHAI BANKING CORP	25,196	.28
MARINE MIDLAND BANKS INC (25196)		
37 CORREA, HENRY A#	25,150J	.28
38 BERNHARD (ARNOLD) & CO INC*	25,000	.28
VALUE LINE MNGR/FUNDS-COMBINED (25000)		
39 HELLER (WALTER E) INTERNATIONAL CORP	24,000	.27
AMERICAN NATL BK & TR CO/CHICAGO (24000)		
40 DREYFUS CORP*	23,400	.26
41 CONSOLIDATED INVESTMENT TRUST	22,500	.25
42 FIRST KENTUCKY NATL CORP	22,385	.25
43 FIRST PENNSYLVANIA CORP	20,842	.23
44 BURDITT, JOHN F#	20,590J	.23
45 NORTHERN TRUST CORP	18,453	.20
46 TRAVELERS CORP<	18,041	.20
TRAVELERS/KEYSTONE FUNDS-COMBINED (18041)		

TOTALS 4,729,418 53.67%

TOP 5 CONTROL 22.91% OF STOCK TOP 15 CONTROL 39.15% OF STOCK
TOP 10 CONTROL 32.71% OF STOCK TOP 20 CONTROL 43.51% OF STOCK

AIR PRODUCTS & CHEMICALS

(SHARES O/S: 28,306,000)

Principal Stockholders	Shares	%
1 MELLON NATIONAL CORP	1,410,784	4.98
2 EQUITABLE LIFE ASSUR SOCIETY OF US	1,130,000	3.99
3 BABSON (DAVID L) & CO INC* (830029)	1,009,029	3.56
JONES & BABSON INC		
BABSON MNGR/FUNDS-COMBINED (179000)		
4 MARSH & MCLENNAN COS INC<	973,072	3.43
PUTNAM MNGT/FUNDS-COMBINED (68500)		
EBERSTADT ASSET MNGT/FDS-COMBINED (904572)		
5 CHASE MANHATTAN CORP	575,000J	2.03
AIR PRODUCTS SAVINGS & STOCK OWNERSHIP PLAN-3300 PCT (575000)		
6 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	570,848	2.01
7 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	545,592	1.92
8 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	453,901	1.60
9 HARTFORD NATIONAL CORP	436,035	1.54
10 MORGAN (J P) & CO INC<	419,000	1.48
11 PIONEER GROUP INC	402,700	1.42
PIONEERING MNGT/FUNDS-COMB		
12 MILLER ANDERSON & SHERRERD	400,300	1.41
13 OHIO STATE TEACHERS RETIR SYSTEM	395,060	1.39
14 BETHLEHEM STEEL CORP	383,238	1.35
BETHLEHEM STEEL CORP PENSION PL (383238)		
15 MANUFACTURERS HANOVER CORP<	382 647	1.35
EDIE (LIONEL D) & CO INC (382647)		
16 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	380,516	1.34
17 PRUDENTIAL INSURANCE CO OF AM	376,200	1.32
PRUDENTIAL INSUR COS/FUNDS-COMB (376200)		
18 NEW ENGLAND MUTUAL LIFE INSUR CO	373,799	1.32
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (373799)		
19 ROSENBERG CAPITAL MANAGEMENT	328,000	1.15
20 LIBERTY MUTUAL INSURANCE CO	314,900H	1.11
21 MIDLAND BANK GROUP< (ENGLAND)	314,011	1.10
CROCKER NATIONAL CORP (314011)		
22 AETNA LIFE & CASUALTY CO	310,300H	1.09
AETNA INSUR COS/FDS-COMBINED (310300)		
23 ROWE PRICE (T) & ASSOCIATES INC*	304,930	1.07
24 PROVIDENT NATIONAL CORP<	293,851	1.03
25 MINNESOTA STATE BOARD OF INVESTMENT	282,111G	.99
26 CITICORP<	279,100	.98
27 SEARS ROEBUCK & CO	264,100	.93
SEARS INVEST MNGT-PEN & SAVING PLS (193000)		
ALLSTATE INSUR COS/FDS-COMBINED (71100)		
28 SAVINGS BANKS TRUST CO	247,361	.87
29 NORTHERN TRUST CORP	221,127	.78
30 NEW YORK STATE TEACHERS RETIR FUND	218,300	.77
31 ALGER (FRED) MANAGEMENT INC*	216,200	.76
32 CHEMICAL NEW YORK CORP	206,998	.73
33 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	200,000	.70

AIR PRODUCTS & CHEMICALS - CONTINUED

Principal Stockholders	Shares	%
34 WERTHEIM & CO INC	199,784	.70
35 GEORGIA STATE RETIREMENT SYSTEM	163,200	.57
36 N C N B CORP<	160,552	.56
37 AMERICAN EXPRESS CO<	142,828	.50
AMERICAN EXP INSUR COS-COMBINED (142828)		
38 LEHMAN BROTHERS KUHN LOEB INC	135,000	.47
LEHMAN MANAGEMENT CO INC* (135000)		
39 SCUDDER STEVENS & CLARK CO*	134,624	.47
40 U S TRUST CORP	133,686	.47
41 MARINE BANCORP INC	121,816	.43
42 ILLINOIS STATE TEACHERS RETIR SYSTEM	120,000J	.42
43 GIRARD CO	119,306	.42
44 GENERAL REINSURANCE CORP	118,900	.42
45 NEUBERGER & BERMAN+	110,320	.38
NEUBERGER & BER MNGT/FDS-COMBINED (110320)		
46 DUPONT FAMILY INTERESTS	109,963	.38
WILMINGTON TRUST CO (109963)		
47 FIRST PENNSYLVANIA CORP	108,304	.38
48 INA CORP<	106,000	.37
INA INSUR COS/FDS-COMBINED (106000)		
49 SHEARSON LOEB RHOADES INC<	102,403	.36
BOSTON CO INC (102403)		
50 WELCH & FORBES INC	95,117	.33
51 TRANSAMERICA CORP<	91,000	.32
TRANSAMERICA INSUR COS/FDS-COMB (91000)		
52 FIDELCOR INC	87,314	.30
53 MIDLANTIC BANKS INC	85,254	.30
54 SECURITY PACIFIC CORP<	83,756	.29
55 HOSPITAL TRUST CORP	82,426	.29
56 STATE STREET RESEARCH & MANAGEMENT CO*	81,323	.28
57 CONTINENTAL CORP<	80,000	.28
CONTINENTAL CORP/INSUR COS-COMB (80000)		
58 PIEDMONT MANAGEMENT CO INC<	79,400	.28
LEXINGTON MANAGEMENT CORP* (79400)		
59 DONLEY, EDWARD#	78,742	.27
60 SHAWMUT CORP	76,197	.26
61 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	75,000	.26
AM INTERNL INSUR COS-COMBINED (75000)		
62 CHUBB CORP<	73,500	.25
63 WARBURG (E M) PINCUS & CO INC	70,483	.24
EMW COUNSELLORS INC (70483)		
64 AMERICAN SECURITY CORP (D C)	68,318J	.24
65 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	68,300	.24
66 CONNECTICUT STATE TRUST FUND	68,127J	.24
67 AXE (E W) & CO INC*	67,500	.23
AXE-HOUGHTON FUNDS-COMBINED (67500)		
68 BAKER, DEXTER F#	65,433	.23
69 WESTERN BANCORPORATION<	62,766	.22
70 DREYFUS CORP*	60,000	.21
71 US & FOREIGN SECURITIES CORP	60,000	.21
72 HERITAGE WISCONSIN CORP	59,839	.21
73 PAVLIS, FRANK E#	59,517D	.21

TOTALS 18,485,008 65.30%

TOP 5 CONTROL 18.00% OF STOCK TOP 15 CONTROL 33.51% OF STOCK
TOP 10 CONTROL 26.57% OF STOCK TOP 20 CONTROL 39.78% OF STOCK

AKZONA

(SHARES O/S: 12,202,000)

Principal Stockholders	Shares	%
1 AKZO N V (NETHERLANDS)	8,028,458J	65.79
2 SUN LIFE ASSURANCE CO OF CANADA	108,800	.89
3 HELLER (WALTER E) INTERNATIONAL CORP	92,700	.75
AMERICAN NATL BK & TR CO/CHICAGO (92700)		
4 TORRAY, CLARK & CO INC	86,500	.70
5 FIRESTONE TIRE & RUBBER CO	75,870	.62
FIRESTONE TIRE & RUBBER PEN FUND (75870)		
6 PROVIDENT NATIONAL CORP<	68,775	.56
7 OPPENHEIMER HOLDINGS INC+	42,100	.34
8 WELLS FARGO & CO	41,929	.34
9 RAMSEY, CLAUDE & FAMILY#	31,000J	.25

TOTALS 8,576,132 70.28%

TOP 5 CONTROL 68.77% OF STOCK TOP 15 CONTROL 70.28% OF STOCK
TOP 10 CONTROL 70.28% OF STOCK TOP 20 CONTROL 70.28% OF STOCK

ALLEGHENY LUDLUM INDUSTRIES

(SHARES O/S: 7,580,000)

Principal Stockholders	Shares	%
1 NEUBERGER & BERMAN+	470,800	6.21
NEUBERGER & BER MNGT/FDS-COMBINED (470800)		
2 CHEMICAL NEW YORK CORP	461,200	6.08
3 MELLON NATIONAL CORP	245,052	3.23
ALLEGHENY LUDLUM THRIFT PLAN FOR SALARIED EMPS/1732 PCTS (245052)		
ALLEGHENY LUDLUM TITANIUM SUB THRIFT PL/578 PCTS (66740)		
4 BATTERYMARCH FINANCIAL MNGT CORP	230,200	3.03
5 LEHMAN BROTHERS KUHN LOEB INC	194,500	2.56
LEHMAN MANAGEMENT CO INC• (194500)		
6 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	185,000J	2.44
7 U S TRUST CORP	155,188	2.04
8 HONER, ROBERT E	140,000E	1.84
9 CITICORP<	130,420	1.72
10 NEW YORK STATE COMMON RETIREMENT FUND	100,000H	1.31
11 CHASE MANHATTAN CORP	92,803	1.22
12 KIRBY FAMILY GROUP-ALLEGHANY CORP<	65,000	.85
INVESTORS DIVERSIFIED SER INC•		
IDS FUNDS-COMBINED (65000)		
13 MORGAN (J P) & CO INC<	61,000	.80
14 HENRY, RICHARD V	52,000E	.68
15 DREYFUS CORP•	50,000	.65
16 LEINWAND, S E	43,000E	.56
17 FUND MANAGEMENT	40,000	.52
18 LENG, RICHARD B	40,000E	.52
19 TICOR	38,555	.50
TITLE INSUR & TRUST CO (38555)		
20 SHAWMUT CORP	36,968	.48
21 HARTWELL, JOHN G	36,000E	.47
22 BUCKLEY, ROBERT J & FAMILY#	30,884J	.40
23 MANUFACTURERS NATIONAL CORP	29,415	.38
24 WESTERN BANCORPORATION<	25,410	.33
25 DONALDSON LUFKIN & JENRETTE INC<	22,500	.29
26 SHIELDS ASSET MANAGEMENT INC	21,400	.28
27 PROVIDENT NATIONAL CORP<	20,465	.26
28 CONNECTICUT GENERAL INSURANCE CORP	20,000	.26
CONN GENL INSUR COS/FDS-COMBINED (20000)		
29 PAN-HOLDING S A	20,000H	.26
30 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	19,400	.25
31 AHLBRANDT, ROGER S=	18,893J	.24
32 FIRST PENNSYLVANIA CORP	16,024	.21
33 SIMMONS, RICHARD P=	15,591J	.20
TOTALS	3,127,668	41.26%

TOP 5 CONTROL 21.13% OF STOCK TOP 15 CONTROL 34.73% OF STOCK
TOP 10 CONTROL 30.50% OF STOCK TOP 20 CONTROL 37.35% OF STOCK

ALLIED CORP

(SHARES O/S: 33,316,000)

Principal Stockholders	Shares	%
1 TEXTRON INC	1,510,907	4.53
2 SOLVAY, JACQUES FAMILY INTERESTS (BELGIUM)	1,334,671J	4.00
SOLVAY ET CIE (1334671)		
3 BANKERS TRUST NEW YORK CORP	938,041	2.81
4 STATE STREET BOSTON CORP	765,453J	2.29
ALLIED CHEMICAL STOCK PUR & SAV PL FOR SALARIED EMPS/7433 PCTS (765453)		
5 MERCANTILE BANCORPORATION INC	737,604	2.21
6 BANK OF NEW YORK CO INC	681,276	2.04
7 MASSACHUSETTS FINANCIAL SERVICES INC•	631,275	1.89
8 TIAA-CREF	576,630	1.73
COLLEGE RETIREMENT EQUITIES FUND (576630)		
9 LORD ABBETT & CO•	563,754	1.69
10 FMR CORP	531,835	1.59
FIDELITY MNGT & RESEARCH CO• (170100)		
FMR/FUNDS-COMBINED (361735)		
11 MANUFACTURERS HANOVER CORP<	487,130	1.46
12 SEARS ROEBUCK & CO	427,833	1.28
ALLSTATE INSUR COS/FDS-COMBINED (427833)		
13 SHEARSON LOEB RHOADES INC<	380,023	1.14
BOSTON CO INC (380023)		
14 MARSH & MCLENNAN COS INC<	364,000	1.09
EBERSTADT ASSET MNGT/FDS-COMBINED (364000)		
15 ROBECO (HOLLAND)	325,000H	.97
16 CENTURY CAPITAL ASSOCIATES	319,200	.95
17 MARYLAND NATIONAL CORP	318,750	.95
REDWOOD CAPITAL MNGT INC (318750)		
18 MARYLAND STATE RETIREMENT SYSTEMS	300,000	.90
19 EAGLE MANAGEMENT & TRUST CO	274,446	.82
20 NEUBERGER & BERMAN+	263,281	.79
NEUBERGER & BER MNGT/FDS-COMBINED (263281)		
21 LAZARD FRERES & CO	237,670	.71
22 OPPENHEIMER HOLDINGS INC+	228,300	.68
OPPENHEIMER FUNDS-COMBINED (228300)		
23 SCUDDER STEVENS & CLARK CO•	221,462	.66
24 FORSTMANN-LEFF ASSOCIATES	202,900	.60
25 CONTINENTAL INVESTMENT CORP<	200,600	.60
WADDELL & REED FDS-COMBINED (200600)		
26 STEIN ROE & FARNHAM•	195,350	.58
27 DREYFUS CORP•	187,700	.56
28 FIRST OKLAHOMA BANCORP INC	157,700	.47
29 BANKAMERICA CORP<	155,819	.46
30 U S TRUST CORP	154,179	.46
31 CHEMICAL NEW YORK CORP	137,713	.41
32 GATES RUBBER CO<	135,500	.40
FINANCIAL PROGRAMS INC• (135500)		
33 WELLS FARGO & CO	135,157	.40
34 NORTHERN TRUST CORP	129,297	.38
35 NEW ENGLAND MUTUAL LIFE INSUR CO	123,300	.37
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (123300)		
36 NORTHWESTERN MUTUAL LIFE INSUR CO	120,000	.36
37 NORTHWEST BANCORPORATION<	118,973	.35
NORTHWESTERN NATL BK MINNEAPOLIS (118973)		
38 HELLER (WALTER E) INTERNATIONAL CORP	117,004	.35
AMERICAN NATL BK & TR CO/CHICAGO (117004)		
39 FIRST BANK SYSTEM INC	111,764	.33
40 MANUFACTURERS LIFE INSUR CO (CANADA)	104,000	.31
41 CAPITAL SUPERVISORS INC	103,417	.31
42 CITIZENS FIDELITY CORP	101,982	.30
43 KREHBIEL, DWIGHT & ASSOCIATES	101,732J	.30
44 BARCLAYS BANK LTD (ENGLAND)	101,553	.30
45 MORGAN (J P) & CO INC<	100,000	.30
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (100000)		
46 KENTUCKY STATE RETIREMENT SYSTEM	96,393J	.28
47 INA CORP<	90,000	.27
INA INSUR COS/FDS-COMBINED (90000)		
48 BROWN BROS HARRIMAN & CO	88,616	.26
49 NEW YORK CITY COMPTROLLER'S OFFICE	86,153	.25
50 BATTERYMARCH FINANCIAL MNGT CORP	82,532	.24
51 UNITED STATES STEEL CORP	79,011	.23
US STEEL & CARNEGIE PENSION TR (79011)		
52 HONG KONG & SHANGHAI BANKING CORP	78,890	.23
MARINE MIDLAND BANKS INC (78890)		
53 SHUFRO ROSE & EHRMAN	77,339	.23
54 CRUM & FORSTER<	77,114	.23
CRUM & FORSTER INSUR COS-COMBINED (77114)		
55 MIDLANTIC BANKS INC	76,173	.22
56 AMERITRUST CO	75,267	.22
57 ARIZONA STATE RETIREMENT SYSTEM	75,000J	.22
58 SCHRODERS LTD< (ENGLAND)	73,604	.22
SCHRODER MNGR/FUNDS-COMBINED (73604)		
59 FEDERATED INVESTORS INC<	71,900	.21
FEDERATED RESEARCH CORP•		
FEDERATED RESEARCH FUNDS-COMBINED (71900)		
60 UNION BANK OF SWITZERLAND	70,000H	.21
INTRAG• (70000)		
61 GIRARD CO	68,872	.20
62 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	66,413J	.19
TOTALS	16,747,458	50.26%

TOP 5 CONTROL 15.86% OF STOCK TOP 15 CONTROL 30.78% OF STOCK
TOP 10 CONTROL 24.82% OF STOCK TOP 20 CONTROL 35.21% OF STOCK

ALLIS-CHALMERS

(SHARES O/S: 12,382,000)

Principal Stockholders	Shares	%
1 ROWE PRICE (T) & ASSOCIATES INC•	1,148,350	9.27
2 CAPITAL GROUP INC	961,000	7.76
CAPITAL GUARDIAN TRUST CO (621000)		
CAPITAL RES & MNGT/FUNDS-COMBINED (340000)		

ALLIS-CHALMERS - CONTINUED

Principal Stockholders	Shares	%
3 PIONEER GROUP INC PIONEERING MNGT/FUNDS-COMB	714,400	5.76
4 MERCANTILE BANCORPORATION INC	498.135	4.02
5 CITICORP<	488,400	3.94
6 MORGAN (J P) & CO INC< ALLIS-CHALMERS SAV PL-6617 PCT (110444)	439.444	3.54
7 NEW ENGLAND MUTUAL LIFE INSUR CO LOOMIS-SAYLES MNGR/FUNDS-COMBINED (291200)	291.200	2.35
8 SCOTT, DAVID C FAMILY INTERESTS# (222173) SCOTT (DAVID C) FOUNDATION (26150)	248.323	2.00
9 FIRST INTERNATIONAL BANCSHARES INC	212,150	1.71
10 MUTUAL LIFE INSURANCE CO OF NY	191,800	1.54
11 ALGER (FRED) MANAGEMENT INC*	174,900	1.41
12 NEW YORK STATE COMMON RETIREMENT FUND	160.000H	1.29
13 DELAWARE MANAGEMENT CO INC*	159,700	1.28
14 FIRST BANK SYSTEM INC	140.362	1.13
15 WELLS FARGO & CO	115.878	.93
16 LORD ABBETT & CO*	103.600	.83
17 KIRBY FAMILY GROUP-ALLEGHANY CORP< ALLEGHANY CORP (100000)	100.000	.80
18 CONTINENTAL ILLINOIS CORP	83,100	.67
19 NEW YORK CITY COMPTROLLER'S OFFICE	72.400	.58
20 TICOR TITLE INSUR & TRUST CO (66835)	66.835	.53
21 KEMPER FAMILY GROUP KEMPER INSUR COS/FDS-COMBINED (60000)	60.000	.48
22 ROCKEFELLER FAMILY INTERESTS ROCKEFELLER FOUNDATION (59900)	59.900J	.48
23 CHEMICAL NEW YORK CORP	51.990	.41
24 BUECHE, WENDELL F & FAMILY#	49.451	.39
25 SHEARSON LOEB RHOADES INC< BOSTON CO INC (46899)	46.899	.37
26 DUKE & COMPANY INC	45,700	.36
27 GIRARD CO	44.400	.35
28 UELNER, ROY W & FAMILY#	42,031	.33
29 DINEEN, THOMAS L#	40.975J	.33
30 TREVILLYAN, JACQUES F & FAMILY#	37,893	.30
31 BANKERS TRUST NEW YORK CORP	35,700	.28
32 VILAS FISCHER ASSOCIATES LTD	35.100	.28
33 SHAVER, JESSE M#	34,475J	.27
34 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (33500)	33.500	.27
35 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	32.200J	.26
36 AMERICAN GENERAL INSURANCE CO< AMERICAN GENL INSUR CO-COMBINED (32000)	32.000	.25
37 UNITED KENTUCKY INC	30,000	.24
38 TEXAS COMMERCE BANCSHARES INC	27,500	.22
39 FITZSIMMONS, RICHARD M & FAMILY#	27,287	.22
40 FIRST PENNSYLVANIA CORP	25,491	.20
TOTALS	7,162,469	57.84%

TOP 5 CONTROL 30.77% OF STOCK   TOP 15 CONTROL 48.00% OF STOCK
TOP 10 CONTROL 41.94% OF STOCK   TOP 20 CONTROL 51.44% OF STOCK

ALUMINUM CO OF AMERICA

(SHARES O/S: 35,157,000)

Principal Stockholders	Shares	%
1 MELLON FAMILY INTERESTS# PEARSON, NATHAN W & ASSOCIATES (886077) MELLON (ANDREW W) FOUNDATION (380650) MELLON (RICHARD KING) FOUNDATION (101218) MELLON FAMILY-OTHER (5663455)	7,031,400	20.00
2 MELLON NATIONAL CORP ALCOA SAVINGS PLAN FOR SALARIED EMPLOYEES/6493 PCTS (1512297)	1,644,411	4.67
3 CAPITAL GROUP INC CAPITAL GUARDIAN TRUST CO (1120900) CAPITAL RES & MNGT/FUNDS-COMBINED (348000)	1,468,900	4.17
4 HUNT, ALFRED M & ASSOCIATES#	1,353,346	3.84
5 MANUFACTURERS HANOVER CORP< (83710) EDIE (LIONEL D) & CO INC (1015355)	1,099,065	3.12
6 STATE STREET RESEARCH & MANAGEMENT CO*	841,700	2.39
7 NEW YORK STATE TEACHERS RETIR FUND	678,400	1.92
8 TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (525000)	525,000	1.49
9 SCUDDER STEVENS & CLARK CO*	484,592	1.37
10 EQUITABLE LIFE ASSUR SOCIETY OF US	476,100	1.35

ALUMINUM CO OF AMERICA - CONTINUED.

Principal Stockholders	Shares	%
11 BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	464,317	1.32
12 BANKERS TRUST NEW YORK CORP ALCOA TRASOP/10000 PCTS (108740)	460,482	1.30
13 TEXAS PERMANENT SCHOOL FUND	417.350	1.18
14 BRUNDAGE STORY & ROSE	414,004	1.17
15 ROCKEFELLER FAMILY INTERESTS ROCKEFELLER FOUNDATION (8000) DESCENDANTS OF JOHN D JR (405783)	413.783	1.17
16 THORDIKE DORAN PAINE & LEWIS THORNDIKE-WELLINGTON FUNDS-COMB (376580)	376.580	1.07
17 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	363.000	1.03
18 HARRIS BANKCORP INC	357.000	1.01
19 NEW YORK STATE COMMON RETIREMENT FUND	330.000H	.93
20 MORGAN (J P) & CO INC<	323.000	.91
21 LORD ABBETT & CO*	314.900	.89
22 LAZARD FRERES & CO	313,425	.89
23 SAROFIM (FAYEZ) & CO	296.311	.84
24 CITICORP<	264,956	.75
25 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	258,100	.73
26 AMERITRUST CO	243,870	.69
27 NEW YORK CITY COMPTROLLER'S OFFICE	243.300	.69
28 WISCONSIN INVESTMENT BOARD	242,900	.69
29 CONTINENTAL CORP< CONTINENTAL CORP/INSUR COS-COMB (242862)	242.862	.69
30 WESTERN BANCORPORATION<	226.467	.64
31 CHASE MANHATTAN CORP	225.003	.63
32 MARSH & MCLENNAN COS INC< PUTNAM MNGT/FUNDS-COMBINED (224500)	224.500	.63
33 NEW JERSEY DIVISION OF INVESTMENTS	220.000J	.62
34 MIDLAND BANK GROUP< (ENGLAND) CROCKER NATIONAL CORP (210405)	210.405	.59
35 WELLS FARGO & CO	205,192	.58
36 GEORGIA STATE RETIREMENT SYSTEM	200.000	.56
37 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	200,000J	.56
38 BANKERS LIFE CO	195,135	.55
39 DONALDSON LUFKIN & JENRETTE INC<	189,555	.53
40 METROPOLITAN LIFE INSURANCE CO	183,550H	.52
41 BJURMAN (GEORGE D) & ASSOCIATES	183,450	.52
42 FMR CORP FMR/FUNDS-COMBINED (182600)	182,600	.51
43 CHEMICAL NEW YORK CORP	171,448	.48
44 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	163,900	.46
45 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	159,200	.45
46 MASSACHUSETTS FINANCIAL SERVICES INC*	150,000	.42
47 GEICO CORP	146,200	.41
48 CENTURY CAPITAL ASSOCIATES	142,300	.40
49 BRISTOL, JOHN W INTERESTS BRISTOL (JOHN W) & CO INC (141444)	141,444	.40
50 FORD FOUNDATION	140,421	.39
51 PRINCETON UNIVERSITY	140,000F	.39
52 NATIONAL SECURITIES & RESEARCH CORP* NSR ASSET MNGT/FUNDS-COMBINED (139100)	139,100	.39
53 MINNESOTA STATE BOARD OF INVESTMENT	138,900G	.39
54 HARVARD UNIVERSITY	137,299	.39
55 DUPONT FAMILY INTERESTS WILMINGTON TRUST CO (134860)	134,860	.38
56 SWISS REINSURANCE CO (SWITZERLAND)	133,400	.37
57 PITTSBURGH NATIONAL CORP	129,449	.36
58 BATTERYMARCH FINANCIAL MNGT CORP	126,300	.35
59 TEXAS TEACHERS RETIR SYSTEM	125,100	.35
60 ROBECO (HOLLAND)	125,000H	.35
61 STARR (C V)-AMERICAN INTERNATIONAL GROUP< AM INTERNL INSUR COS-COMBINED (125000)	125,000	.35
62 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (118229)	118,229	.33
63 FIDUCIARY TRUST CO (BOSTON)	111,370	.31
64 FIRST & MERCHANTS CORP	110,068	.31
65 DUKE ENDOWMENT	109,000	.31
66 GIRARD CO	107,135	.30
67 FIDUCIARY TRUST CO OF NEW YORK FIDUCIARY TRUST/FUNDS-COMBINED (103024)	103,024	.29
68 PRINGLE FLINN ELVINS & DONAHUE INC	100,100	.28
69 U S TRUST CORP	98,490	.28
70 RUANE CUNNIFF & CO INC	98,225	.27
71 WACHOVIA CORP	95,341	.27
72 SAFECO CORP< SAFECO INSUR COS & FDS-COMBINED (93900)	93,900	.26
73 PROVIDENT NATIONAL CORP<	92,185	.26

ALUMINUM CO OF AMERICA - CONTINUED

Principal Stockholders	Shares	%
74 KENNEDY ASSOCIATES INC	89,950	.25
75 SMOOT KNOCHE & CO	89,100	.25
76 CONNECTICUT GENERAL INSURANCE CORP	83,000	.23
CONN GENL INSUR COS/FDS-COMBINED (83000)		
77 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	80,850	.22
78 STANFORD UNIVERSITY	78,800G	.22
79 BANK OF NEW YORK CO INC	77,048	.21
80 MARINE BANCORP INC	77,019	.21
81 GENERAL REINSURANCE CORP	73,300	.20
82 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	73,000G	.20
83 NEW ENGLAND MERCHANTS CO INC	72,620	.20
84 ALLENDALE GROUP<	71,900	.20
ALLENDALE INSUR COS-COMBINED (71900)		
85 INA CORP<	71,500	.20
INA INSUR COS/FDS-COMBINED (71500)		
86 ILLINOIS STATE TEACHERS RETIR SYSTEM	70,000J	.19
TOTALS	29,503,386	83.91%

TOP 5 CONTROL 35.83% OF STOCK TOP 15 CONTROL 50.55% OF STOCK
TOP 10 CONTROL 44.38% OF STOCK TOP 20 CONTROL 55.52% OF STOCK

AM INTERNATIONAL

(SHARES O/S: 10,232,000)

Principal Stockholders	Shares	%
1 MADISON FUND INC	1,585,500	15.49
2 KELM, GEORGE & AFFILIATES#	804,385	7.86
KELM, GEORGE & ASSOCIATES (28085)		
SAHARA COAL CO (776300)		
3 CAPITAL GROUP INC	418,000	4.08
CAPITAL GUARDIAN TRUST CO (137000)		
CAPITAL RES & MNGT/FUNDS-COMBINED (281000)		
4 NEW ENGLAND MUTUAL LIFE INSUR CO	404,980	3.95
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (404980)		
5 BEA ASSOCIATES INC	403,600	3.94
6 ASH, ROY L & FAMILY	308,815	3.01
7 BLACK, RICHARD B#	300,000	2.93
8 DONALDSON LUFKIN & JENRETTE INC<	237,700	2.32
9 WESTERN BANCORPORATION<	200,400	1.95
10 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	200,000	1.95
11 TRW INC	68,900	.67
TRW INVESTMENT MANAGEMENT (68900)		
12 AMERICAN GENERAL INSURANCE CO<	65,000	.63
AMERICAN GENL INSUR CO-COMBINED (65000)		
13 AMERICAN NATIONAL FINANCIAL CORP<	60,000	.58
AMER NATL INSUR COS/FDS-COMBINED (60000)		
14 SUN LIFE ASSURANCE CO OF CANADA	50,000	.48
15 MORGAN (J P) & CO INC<	49,300	.48
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (49300)		
16 MELLOR, JAMES R#	37,500	.36
17 CONTROL DATA CORP	31,100	.30
COMMERCIAL CREDIT/INS COS-COMBINED (31100)		
18 PRINCIPAL SAVINGS & TRUST CO	25,000J	.24
PRINCIPAL FUNDS-COMBINED (25000)		
19 NATIONAL CITY CORP	25,000	.24
20 UNION INVESTMENT GMBH (WEST GERMANY)	25,000	.24
UNION INVEST FUNDS-COMBINED (25000)		
21 U S TRUST CORP	21,396	.20
TOTALS	5,321,576	52.00%

TOP 5 CONTROL 35.34% OF STOCK TOP 15 CONTROL 50.39% OF STOCK
TOP 10 CONTROL 47.53% OF STOCK TOP 20 CONTROL 51.80% OF STOCK

AMAX

(SHARES O/S: 61,591,000)

Principal Stockholders	Shares	%
1 STANDARD OIL CO OF CALIFORNIA	12,955,389	21.03
2 BRITISH PETROLEUM CO LTD (ENGLAND)	4,262,911	6.92
SELECTION TRUST LTD (4262911)		
3 HOCHSCHILD FAMILY INTERESTS#	1,800,251	2.92
HOCHSCHILD, WALTER FAMILY & ASSOC (1800251)		
4 MORGAN (J P) & CO INC<	854,000	1.38
5 PRUDENTIAL INSURANCE CO OF AM	698,131	1.13
PRUDENTIAL INSUR COS/FUNDS-COMB (698131)		

AMAX - CONTINUED

Principal Stockholders	Shares	%
6 BANKERS TRUST NEW YORK CORP	694,600	1.12
AMAX THRIFT PL/4627 PCTS (335837)		
AMAX ST PUR PL/669 PCTS (52041)		
AMAX TRASOP-5108 PCTS (111782)		
7 ROWE PRICE (T) & ASSOCIATES INC*	605,968	.98
8 CITICORP<	568,607	.92
9 UNITED STATES STEEL CORP	547,817	.88
US STEEL & CARNEGIE PENSION TR (547817)		
10 PIONEER GROUP INC	521,162	.84
PIONEERING MNGT/FUNDS-COMB		
11 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	413,116	.67
12 NEW YORK CITY COMPTROLLER'S OFFICE	367,462	.59
13 DONALDSON LUFKIN & JENRETTE INC<	359,420	.58
14 NORTHERN TRUST CORP	344,553	.55
15 SCUDDER STEVENS & CLARK CO*	325,359	.52
16 WELLS FARGO & CO	289,630	.47
17 NEW YORK STATE COMMON RETIREMENT FUND	282,000H	.45
18 ROULSTON & CO INC	270,906	.43
19 BELOTE, W F	245,913	.39
20 WACHOVIA CORP	240,659	.39
21 INDIANA NATIONAL CORP	219,224	.35
22 BRUNDAGE STORY & ROSE	202,421	.32
23 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	201,256	.32
24 SEARS ROEBUCK & CO	199,154	.32
ALLSTATE INSUR COS/FDS-COMBINED (199154)		
25 WERTHEIM & CO INC	196,462	.31
26 HELLER (WALTER E) INTERNATIONAL CORP	195,235	.31
AMERICAN NATL BK & TR CO/CHICAGO (195235)		
27 HARRIS BANKCORP INC	175,000	.28
28 BATTERYMARCH FINANCIAL MNGT CORP	162,993	.26
29 FIRST UNION BANCORP	154,410	.25
30 CONTINENTAL CORP<	151,628	.24
CONTINENTAL CORP/INSUR COS-COMB (151628)		
31 U S TRUST CORP	150,077	.24
32 ILLINOIS STATE TEACHERS RETIR SYSTEM	145,001J	.23
33 GENERAL ELECTRIC CO	142,000	.23
GENERAL ELECTRIC PENSION TRUST (142000)		
34 EQUITABLE LIFE ASSUR SOCIETY OF US	139,532	.22
35 MIDLAND BANK GROUP< (ENGLAND)	131,437	.21
CROCKER NATIONAL CORP (131437)		
36 ALLENDALE GROUP<	130,914	.21
ALLENDALE INSUR COS-COMBINED (130914)		
37 GENERAL AMERICAN INVESTORS CO INC	127,662	.20
38 CAPITAL GROUP INC	125,000	.20
CAPITAL GUARDIAN TRUST CO (125000)		
39 GREEN, GEORGE	103,459	.16
TOTALS	29,700,719	48.22%

TOP 5 CONTROL 33.39% OF STOCK TOP 15 CONTROL 41.10% OF STOCK
TOP 10 CONTROL 38.16% OF STOCK TOP 20 CONTROL 43.26% OF STOCK

AMERADA HESS

(SHARES O/S: 79,931,000)

Principal Stockholders	Shares	%
1 HESS FAMILY INTERESTS#	16,785,510J	21.00
HESS, LEON & ASSOCIATES (10710744)		
HESS, JOHN B FAMILY & ASSOCIATES (1556110)		
WILENTZ, DAVID T (15150)		
HESS FOUNDATION (2392322)		
HESS HOLDINGS-OTHER (2111184)		
2 PRUDENTIAL INSURANCE CO OF AM	2,547,825	3.18
PRUDENTIAL INSUR COS/FUNDS-COMB (2547825)		
3 EQUITABLE LIFE ASSUR SOCIETY OF US	2,530,876	3.16
4 CONTINENTAL CORP<	2,297,816	2.87
CONTINENTAL CORP/INSUR COS-COMB (2297816)		
5 METROPOLITAN LIFE INSURANCE CO	1,964,634H	2.45
6 CITICORP<	1,664,048	2.08
7 BANKERS TRUST NEW YORK CORP	1,634,570	2.04
8 MASSACHUSETTS FINANCIAL SERVICES INC*	1,306,000	1.63
9 MORGAN (J P) & CO INC< (922000)	1,132,000	1.41
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (210000)		
10 JENNISON ASSOCIATES CAPITAL CORP	930,454	1.16
11 TEMPLETON (JOHN M) FAMILY INTERESTS	858,412	1.07
TEMPLETON INVEST CNSL LTD* (CAN) (858412)		
12 MELLON NATIONAL CORP	818,142	1.02

AMERADA HESS - CONTINUED

Principal Stockholders	Shares	%
13 JOHN HANCOCK MUTUAL LIFE INSUR CO JOHN HANCOCK/FUNDS-COMBINED (774800)	774.800	.96
14 BARING BROTHERS INC (ENGLAND) ENDOWMENT MANAGEMENT & RES CO• (755500)	755.500	.94
15 CONNECTICUT GENERAL INSURANCE CORP CONN.GENL INSUR COS/FDS-COMBINED (624800)	624.800	.78
16 BANKERS LIFE CO	624.406	.78
17 SUN LIFE ASSURANCE CO OF CANADA	584.464	.73
18 MANUFACTURERS HANOVER CORP<	579.325	.72
19 FIRST MANHATTAN CO	562.023	.70
20 MARYLAND STATE RETIREMENT SYSTEMS	548.936	.68
21 DODGE & COX INC•	527.986	.66
22 SEARS ROEBUCK & CO ALLSTATE INSUR COS/FDS-COMBINED (468260)	468.260	.58
23 LEHMAN BROTHERS KUHN LOEB INC LEHMAN MANAGEMENT CO INC• (450000)	450.000	.56
24 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	423.838G	.53
25 UNITED STATES STEEL CORP US STEEL & CARNEGIE PENSION TR (419828)	419.828	.52
26 KENNEDY ASSOCIATES INC	408.600	.51
27 **PIONEER GROUP INC** **PIONEERING MNGT/FUNDS-COMB**	355.880	44
28 KEMPER FAMILY GROUP KEMPER INSUR COS/FDS-COMBINED (347700)	347.700	.43
29 NEW YORK STATE COMMON RETIREMENT FUND	319.800H	.40
30 WARBURG (E M) PINCUS & CO INC EMW COUNSELLORS INC (315317)	315.317	.39
31 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND) NEW COURT CAPITAL MNGT INC (301080)	301.080	.37
32 GENERAL AMERICAN INVESTORS CO INC	289.580	.36
33 INSTITUTIONAL CAPITAL CORP	281.900	.35
34 NATIONAL INVESTMENT SER OF AMERICA INC	270.550	.33
35 BANK OF NEW YORK CO INC	254.968	.31
36 PITTSBURGH NATIONAL CORP	250.912	.31
37 PROVIDENT NATIONAL CORP<	233.832	.29
38 NEW ENGLAND MUTUAL LIFE INSUR CO LOOMIS-SAYLES MNGR/FUNDS-COMBINED (215485)	215.485	.26
39 WEISS PECK & GREER•	212.310	.26
40 NORTHWESTERN MUTUAL LIFE INSUR CO	210.500	.26
41 US & FOREIGN SECURITIES CORP	200.000	.25
42 ADAMS EXPRESS CO	190.948	.23
43 FIRESTONE TIRE & RUBBER CO FIRESTONE TIRE & RUBBER PEN FUND (188760)	188.760	.23
44 ROCKEFELLER FAMILY INTERESTS ROCKEFELLER & CO INC (187838)	187.838	.23
45 OPPENHEIMER HOLDINGS INC+	184.868	.23
46 GRANTHAM MAYO VAN OTTERLOO & CO•	179,356	.22
47 WESTERN BANCORPORATION<	178,654	.22
48 GIRARD CO	178,633	.22
49 HERITAGE WISCONSIN CORP	171,075	.21
50 NEUBERGER & BERMAN+ NEUBERGER & BER'MNGT/FDS-COMBINED (170824)	170,824	.21
51 DREYFUS CORP•	170.000	.21
52 DUPONT FAMILY INTERESTS WILMINGTON TRUST CO (168397)	168,397	.21
53 HEARIN, ROBERT M≠	166,518J	.20
54 YALE UNIVERSITY	160.710F	20
TOTALS	48,579,448	60.77%

TOP 5 CONTROL 32.68% OF STOCK TOP 15 CONTROL 45.82% OF STOCK
TOP 10 CONTROL 41.02% OF STOCK TOP 20 CONTROL 49.44% OF STOCK

AMERICAN BAKERIES

(SHARES O/S: 2.034.000)

Principal Stockholders	Shares	%
1 LEIST, NEIL S & DREW ALAN W FAMILY INTERESTS LEIST, NEIL S (368351) DREW, ALAN W (1000)	369,351	18.15
2 MANUFACTURERS LIFE INSUR CO (CANADA)	105.000	5.16
3 ATLANTA CAPITOL CORP	94.691	4.65
4 TURCI, GEORGE P#	83.172J	4.08
5 GRANT FAMILY INTERESTS# GRANT, ROBERT E & FAMILY (31740) GRANT CAPITAL MANAGEMENT CORP (28185)	59,925J	2.94
6 STERLING CAPITAL CORP	54,285	2.66
7 CHEMICAL NEW YORK CORP	42,224	2.07
8 CUSHMAN, L ARTHUR JR#	22.106J	1.08

AMERICAN BAKERIES - CONTINUED

Principal Stockholders	Shares	%
9 NORTHLAND CO (MINN)	17.687	.86
10 DREXEL BURNHAM LAMBERT GROUP INC	16.170J	.79
11 MCGINLEY, JOSEPH V≠	9.050J	.44
12 CURRY, M J≠	6.589J	.32
13 HILLIARD, ROBERT J≠	5.293J	.26
14 MITCHELL, DAVID L≠	4.720	.23
15 WAUD, MORRISON≠	4,200J	.20
TOTALS	394.463	43.97%

TOP 5 CONTROL 35.01% OF STOCK TOP 15 CONTROL 43.97% OF STOCK
TOP 10 CONTROL 42.50% OF STOCK TOP 20 CONTROL 43.97% OF STOCK

AMERICAN BRANDS

(SHARES O/S: 26.714.000)

Principal Stockholders	Shares	%
1 IRVING BANK CORP AMERICAN BRANDS PROFIT-SHARING PLAN-7400 PCTS (956171)	956.171J	3.57
2 DELAWARE MANAGEMENT CO INC•	375.987	1.40
3 BATTERYMARCH FINANCIAL MNGT CORP	298.611	1.11
4 FIRST WISCONSIN CORP	244.351	.91
5 WELLS FARGO & CO	169.842	.63
6 BJURMAN (GEORGE D) & ASSOCIATES	134.500	.50
7 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	121.787	.45
8 MIDLAND BANK GROUP< (ENGLAND) CROCKER NATIONAL CORP (108505)	108.505	.40
9 NORTHWEST BANCORPORATION< NORTHWESTERN NATL BK MINNEAPOLIS (106495)	106.495	.39
10 LINCOLN NATIONAL CORP< LINCOLN NATL INSUR/FDS-COMBINED (101106)	101.106	.37
11 FIRST NATIONAL CHARTER CORP	96.920	.36
12 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (88595)	88.595	.33
13 FIRST NATIONAL BOSTON CORP	86.810	.32
14 NATIONAL LIFE INSURANCE CO NATL INSUR COS & SENTINEL FDS (84000)	84.000	.31
15 FIRST NATIONAL CINCINNATI CORP	80.073	.29
16 PROVIDENT NATIONAL CORP<	66.274	.24
17 BANKERS TRUST NEW YORK CORP	64.860	.24
18 NORTHERN TRUST CORP	60.649	.22
19 DUPONT FAMILY INTERESTS WILMINGTON TRUST CO (60007)	60.007	.22
20 WESTERN BANCORPORATION<	56.696	.21
21 NEW YORK CITY COMPTROLLER'S OFFICE	52.100	.19
TOTALS	3.414.339	12.78%

TOP 5 CONTROL 7.65% OF STOCK TOP 15 CONTROL 11.43% OF STOCK
TOP 10 CONTROL 9.79% OF STOCK TOP 20 CONTROL 12.58% OF STOCK

AMERICAN BROADCASTING COS

(SHARES O/S: 27,812.000)

Principal Stockholders	Shares	%
1 CAPITAL GROUP INC CAPITAL GUARDIAN TRUST CO (1321500) CAPITAL RES & MNGT/FUNDS-COMBINED (630000)	1.951.500	7.01
2 TISCH FAMILY GROUP LOEWS CORP (1361600)	1.361.600	4.89
3 WELLS FARGO & CO	1,273,114	4.57
4 KEMPER FAMILY GROUP KEMPER INSUR COS/FDS-COMBINED (967200)	967,200	3.47
5 BANKERS TRUST NEW YORK CORP ABC SAV & INVEST PL-3200 PCTS (621840)	922,480	3.31
6 LAZARD FRERES & CO	634,000	2.27
7 **PIONEER GROUP INC** **PIONEERING MNGT/FUNDS-COMB**	614,200	2.20
8 CHASE MANHATTAN CORP	593,246	2.13
9 MARYLAND NATIONAL CORP REDWOOD CAPITAL MNGT INC (554300)	554,300	1.99
10 EQUITABLE LIFE ASSUR SOCIETY OF US	502,800	1.80
11 NATIONWIDE MUTUAL INSUR CO NATIONWIDE INSUR COS/FUNDS-COMB (491500)	491,500H	1.76
12 PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (444900)	444,900	1.59
13 TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (430300)	430.300	1.54
14 GOLDENSON, LEONARD H & FAMILY#	407,371J	1.46

Principal Stockholders	Shares	%
AMERICAN BROADCASTING COS - CONTINUED		
15 TEXAS TEACHERS RETIR SYSTEM	361,500	1.29
16 GRANTHAM MAYO VAN OTTERLOO & CO*	340,362	1.22
17 ROCKEFELLER FAMILY INTERESTS	320,000J	1.15
ROCKEFELLER FOUNDATION (320000)		
18 MIDLAND BANK GROUP< (ENGLAND)	311,614	1.12
CROCKER NATIONAL CORP (311614)		
19 MANUFACTURERS HANOVER CORP<	295,762	1.06
EDIE (LIONEL D) & CO INC (295762)		
20 DONALDSON LUFKIN & JENRETTE INC<	294,800	1.05
21 AETNA LIFE & CASUALTY CO	284,675H	1.02
AETNA INSUR COS/FDS-COMBINED (284675)		
22 MERCANTILE BANCORPORATION INC	282,230	1.01
23 FIRST MANHATTAN CO	266,150	.95
24 STEIN ROE & FARNHAM*	243,950	.87
25 KENNEDY ASSOCIATES INC	230,100	.82
26 NEW YORK CITY COMPTROLLER'S OFFICE	225,400	.81
27 CONTINENTAL INVESTMENT CORP<	200,000	.71
WADDELL & REED FDS-COMBINED (200000)		
28 FORD FOUNDATION	198,000	.71
29 HARRIS BANKCORP INC	197,000	.70
30 MUTUAL LIFE INSURANCE CO OF NY	194,700	.70
31 CITICORP<	193,200	.69
32 GLICKENHAUS & CO	186,800	.67
33 DETROITBANK CORP	181,316	.65
34 YALE UNIVERSITY	180,000F	.64
35 PRINCETON UNIVERSITY	172,500F	.62
36 CONNECTICUT GENERAL INSURANCE CORP	166,000	.59
CONN GENL INSUR COS/FDS-COMBINED (166000)		
37 COLUMBIA MANAGEMENT CO*	162,175	.58
38 EATON & HOWARD VANCE SANDERS INC	160,000	.57
EATON & HOWARD VANCE/FDS-COMB (160000)		
39 NEW YORK STATE TEACHERS RETIR FUND	160,000	.57
40 NEW ENGLAND MUTUAL LIFE INSUR CO	156,760	.56
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (156760)		
41 SHEARSON LOEB RHOADES INC<	151,164	.54
BOSTON CO INC (151164)		
42 CONTINENTAL ILLINOIS CORP	141,180	.50
43 GENERAL ELECTRIC CO	137,900	.49
GENERAL ELECTRIC PENSION TRUST (137900)		
44 STANFORD UNIVERSITY	137,100G	.49
45 DREYFUS CORP*	125,000	.44
46 WERTHEIM & CO INC	113,200	.40
47 PROVIDENT NATIONAL CORP<	111,325	.40
48 NATIONAL SECURITIES & RESEARCH CORP*	110,000	.39
49 BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	108,650	.39
50 CHEMICAL NEW YORK CORP	105,924	.38
51 HELLER (WALTER E) INTERNATIONAL CORP	104,553	.37
AMERICAN NATL BK & TR CO/CHICAGO (104553)		
52 SCUDDER STEVENS & CLARK CO*	102,592	.36
53 MORGAN (J P) & CO INC<	102,000	.36
54 CRUM & FORSTER<	96,200	.34
CRUM & FORSTER INSUR COS-COMBINED (96200)		
55 RULE, ELTON H#	89,704J	.32
56 GRUMMAN CORP	85,000J	.30
57 HUTTON (E F) GROUP INC	77,450J	.27
HUTTON (E F) & CO, NY (77450)		
58 WESTERN BANCORPORATION<	77,438	.27
59 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	71,800J	.25
60 C M B INVESTMENT COUNSELORS	70,138	.25
61 FIRST UNION BANCORP	69,418	.24
62 BATTERYMARCH FINANCIAL MNGT CORP	67,250	.24
63 NEUBERGER & BERMAN+	64,614	.23
NEUBERGER & BER MNGT/FDS-COMBINED (64614)		
64 LOS ANGELES CITY RETIREMENT SYSTEM	60,000	.21
TOTALS	19,493,105	70.08%

TOP 5 CONTROL 23.28% OF STOCK TOP 15 CONTROL 41.38% OF STOCK
TOP 10 CONTROL 33.70% OF STOCK TOP 20 CONTROL 47.00% OF STOCK

AMERICAN CAN

●(SHARES O/S 27,320,000)

Principal Stockholders	Shares	%
1 BATTERYMARCH FINANCIAL MNGT CORP	989,500	3.62
2 BANKERS TRUST NEW YORK CORP	565,140	2.06
AMERICAN CAN CAPITAL ACCUMULATION PLAN-8268 PCTS ([illegible]556)		
3 LAZARD FRERES & CO	422,750	1.54
AMERICAN CAN - CONTINUED		
4 BERGMAN FAMILY INTERESTS#	361,363J	1.32
BERGMAN, EDWIN A (141874)		
BERGMAN, BETTY J (219489)		
5 WELLS FARGO & CO	235,424	.86
6 MARINE BANCORP INC	178,133	.65
7 ILLINOIS STATE TEACHERS RETIR SYSTEM	150,000J	.54
8 LINDENBERGER, HENRY FAMILY INTERESTS#	126,570	.46
9 TEXAS STATE EMPLOYEES RETIREMENT SYSTEM	124,200	.45
10 WASHINGTON DEPT OF RETIREMENT SYSTEMS	122,200	.44
11 SMOOT KNOCHE & CO	114,700	.41
12 CITY INVESTING CO<	100,000	.36
HOME INSUR GROUP-COMBINED (100000)		
13 UTAH STATE RETIREMENT FUND	92,000	.33
14 CHEMICAL NEW YORK CORP	81,725	.29
15 HELLER (WALTER E) INTERNATIONAL CORP	66,450	.24
AMERICAN NATL BK & TR CO/CHICAGO (66450)		
16 GOODY, SAM & FAMILY	62,000B	.22
17 AMERITRUST CO	61,858	.22
TOTALS	3,854,013	14.10%

TOP 5 CONTROL 9.42% OF STOCK TOP 15 CONTROL 13.65% OF STOCK
TOP 10 CONTROL 11.98% OF STOCK TOP 20 CONTROL 14.10% OF STOCK

AMERICAN CYANAMID

(SHARES O/S 47,820,000)

Principal Stockholders	Shares	%
1 MORGAN (J P) & CO INC<	1,688,000	3.52
AMERICAN CYANAMID EMPLOYEES SAVINGS PLAN/10642 PCTS (336279)		
AMERICAN CYANAMID TRASOP-17024 (106229)		
2 SAROFIM (FAYEZ) & CO	1,426,900	2.98
3 WISCONSIN INVESTMENT BOARD	796,000	1.66
4 NATIONAL CITY CORP	617,000	1.29
5 MARSH & MCLENNAN COS INC<	600,000	1.25
EBERSTADT ASSET MNGT/FDS-COMBINED (600000)		
6 NEW JERSEY DIVISION OF INVESTMENTS	595,000J	1.24
7 SCHULTZ FAMILY INTERESTS#	578,733	1.21
SCHULTZ, GEORGE L & FAMILY ASSOC (419203)		
SCHULTZ (WILLIAM LIGHTFOOT) FOUND (68048)		
SCHULTZ FOUNDATION (91482)		
8 DONALDSON LUFKIN & JENRETTE INC<	427,200	.89
9 STRALEM & CO INC	422,900	.88
10 ROBECO (HOLLAND)	400,000H	.83
11 BROWN BROS HARRIMAN & CO	392,091	.81
12 CHEMICAL NEW YORK CORP	362,606	.75
13 BANKERS TRUST NEW YORK CORP	328,406	.68
14 CHASE MANHATTAN CORP	316,605	.66
15 FIRST INTERNATIONAL BANCSHARES INC	303,485	.63
16 CONTINENTAL CORP<	301,200	.62
CONTINENTAL CORP/INSUR COS-COMB (301200)		
17 WELLS FARGO & CO	279,066	.58
18 AMERITRUST CO	255,798	.53
19 THORDIKE DORAN PAINE & LEWIS	244,300	.51
THORNDIKE-WELLINGTON FUNDS-COMB (244300)		
20 CONTINENTAL ILLINOIS CORP	238,038	.49
21 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	230,100	.48
22 NEW YORK STATE COMMON RETIREMENT FUND	215,000H	.44
23 OPPENHEIMER HOLDINGS INC+	209,900	.43
24 NEUBERGER & BERMAN+	181,800	.38
NEUBERGER & BER MNGT/FDS-COMBINED (181800)		
25 GLICKENHAUS & CO	180,200	.37
26 HELLER (WALTER E) INTERNATIONAL CORP	177,778	.37
AMERICAN NATL BK & TR CO/CHICAGO (177778)		
27 JENNISON ASSOCIATES CAPITAL CORP	173,000	.36
28 FIRST PENNSYLVANIA CORP	162,298	.33
29 NATIONAL LIFE INSURANCE CO	162,000	.33
NATL INSUR COS & SENTINEL FDS (162000)		
30 U S TRUST CORP	159,460	.33
31 DELAWARE MANAGEMENT CO INC*	150,000	.31
32 CONTINENTAL INVESTMENT CORP<	145,000	.30
WADDELL & REED FDS-COMBINED (145000)		
33 TRAINER WORTHAM & CO	137,931	.28
34 PIEDMONT MANAGEMENT CO INC<	136,100	.28
LEXINGTON MANAGEMENT CORP* (136100)		
35 FOURTH FINANCIAL CORP	134,954	.28
36 FARMERS GROUP INC<	132,500	.27
FARMERS GROUP INSUR COS-COMBINED (132500)		

Principal Stockholders	Shares	%
AMERICAN CYANAMID - CONTINUED		
37 WESTERN BANCORPORATION<	129,225	.27
38 SAFECO CORP<	129.000	.26
SAFECO INSUR COS & FDS-COMBINED (129000)		
39 SMOOT KNOCHE & CO	122,000	.25
40 DREXEL BURNHAM LAMBERT GROUP INC	119,200J	.24
41 KIREY FAMILY GROUP-ALLEGHANY CORP<	114,500	.23
INVESTORS DIVERSIFIED SER INC-		
IDS FUNDS-COMBINED (114500)		
42 FIFTH THIRD BANK	109,945	.22
43 FIRST SECURITY CORP	104,647	.21
44 UTAH STATE RETIREMENT FUND	103,300	.21
45 EQUITABLE BANCORPORATION	100,600	.21
46 BATTERYMARCH FINANCIAL MNGT CORP	99,000	.20
47 NEW YORK LIFE INSURANCE CO	98,200	.20
48 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	97,000J	.20
49 HARTFORD NATIONAL CORP	96,969	.20
TOTALS	14,684,935	30.70%

TOP 5 CONTROL 10.72% OF STOCK TOP 15 CONTROL 19.35% OF STOCK
TOP 10 CONTROL 15.79% OF STOCK TOP 20 CONTROL 22.11% OF STOCK

AMERICAN HOIST & DERRICK

(SHARES O/S 5,687,000)

Principal Stockholders	Shares	%
1 MANUFACTURERS HANOVER CORP<	377,700	6.64
EDIE (LIONEL D) & CO INC (377700)		
2 NATIONAL CITY CORP	141,000	2.47
3 TRANSAMERICA CORP<	137,900	2.42
TRANSAMERICA INSUR COS/FDS-COMB (137900)		
4 FMR CORP	134,000	2.35
FIDELITY MNGT & RESEARCH CO- (134000)		
5 CHEMICAL NEW YORK CORP	128,600	2.26
6 FIRST BANK SYSTEM INC	103,220	1.81
7 MORGAN (J P) & CO INC<	85,000	1.49
8 LIEBER & CO	50,000	.87
SAXON WOODS ASSET MANAGEMENT CORP (50000)		
9 ST PAUL COMPANIES INC<	42,724	.75
ST PAUL INSUR COS/FDS-COMBINED (42724)		
10 WESTERN BANCORPORATION<	35,403	.62
11 OPPENHEIMER HOLDINGS INC+	35,000	.61
OPPENHEIMER FUNDS-COMBINED (35000)		
12 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	35,000	.61
13 TISCH FAMILY GROUP	28,300	.49
CNA INSUR COS/FDS-COMBINED (28300)		
14 GENERAL ELECTRIC CO	20,000	.35
ELFUN TRUSTS (20000)		
15 AMERICAN SECURITY CORP (D C)	18,800J	.33
16 FORT WAYNE NATIONAL BK	17,555	.30
17 EQUITABLE BANCORPORATION	17,100	.30
18 FOX, ROBERT P#	16,312J	.28
19 HIBERNIA CORP	16,000	.28
20 DOMINION BANKSHARES CORP	12,300	.21
FIRST NATL EXCHANGE BK OF VIR (12300)		
21 PAN-HOLDING S A	12,000H	.21
TOTALS	1,463,914	25.74%

TOP 5 CONTROL 16.16% OF STOCK TOP 15 CONTROL 24.13% OF STOCK
TOP 10 CONTROL 21.72% OF STOCK TOP 20 CONTROL 25.53% OF STOCK

AMERICAN HOME PRODUCTS

(SHARES O/S: 155,762,000)

Principal Stockholders	Shares	%
1 MORGAN (J P) & CO INC<	3,900,000	2.50
2 MELLON NATIONAL CORP	2,468,447	1.58
3 CITICORP<	2,367,734	1.52
4 TIAA-CREF	2,357,000	1.51
COLLEGE RETIREMENT EQUITIES FUND (2357000)		
5 BATTERYMARCH FINANCIAL MNGT CORP	2,233,700	1.43
6 MANUFACTURERS HANOVER CORP< (749880)	2,031,358	1.30
EDIE (LIONEL D) & CO INC (1281478)		
7 FIRST NATIONAL BOSTON CORP	1,805,018	1.15
8 DELAWARE MANAGEMENT CO INC*	1,768,900	1.13
9 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1,704,263	1.09
BANK OF CALIFORNIA NA (1704263)		
10 FIRST CHICAGO CORP<	1,569,972	1.00
11 BABSON (DAVID L) & CO INC*	1,484,318	.95
AMERICAN HOME PRODUCTS - CONTINUED		
12 CALIFORNIA, UNIVERSITY OF	1,416,036	.90
13 BANKERS TRUST NEW YORK CORP	1,215,854	.78
14 BROWN BROS HARRIMAN & CO	1,178,505	.75
15 CONTINENTAL ILLINOIS CORP	1,083,883	.69
16 NEW YORK STATE TEACHERS RETIR FUND	1,073,000	.68
17 TEXAS TEACHERS RETIR SYSTEM	1,043,100	.66
18 WELLS FARGO & CO	1,007,753	.64
19 AMERITRUST CO	954,655	.61
20 GENERAL ELECTRIC CO	950,000	.60
GENERAL ELECTRIC PENSION TRUST (950000)		
21 FROHRING, PAUL R & FAMILY#	922,600	.59
22 TRAVELERS CORP<	903,700	.58
TRAVELERS/KEYSTONE FUNDS-COMBINED (903700)		
23 TEXAS PERMANENT SCHOOL FUND	883,700	.56
24 MARSH & MCLENNAN COS INC<	827,700	.53
PUTNAM MNGT/FUNDS-COMBINED (827700)		
25 SHEARSON LOEB RHOADES INC<	793,432	.50
BOSTON CO INC (793432)		
26 MERCANTILE BANKSHARES CORP<	793,178	.50
27 WISCONSIN INVESTMENT BOARD	753,800	.48
28 NORTHERN TRUST CORP	738,260	.47
29 U S TRUST CORP	731,790	.46
30 CHASE MANHATTAN CORP	712,039	.45
31 FORD FOUNDATION	700,000	.44
32 WESTERN BANCORPORATION<	695,037	.44
33 OHIO STATE TEACHERS RETIR SYSTEM	675,700	.43
34 DIEBOLD FAMILY INTERESTS#	671,472	.43
DIEBOLD, ALBERT R FAMILY & ASSOC (371472)		
DOUBLE D RANCH (300000)		
35 NATIONWIDE MUTUAL INSUR CO	612,000H	.39
NATIONWIDE INSUR COS/FUNDS-COMB (612000)		
36 CBT CORP	610,875	.39
37 MIDLAND BANK GROUP< (ENGLAND)	610,023	.39
CROCKER NATIONAL CORP (610023)		
38 FIRST UNION BANCORP	600,947	.38
39 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	584,600	.37
40 NEW YORK STATE COMMON RETIREMENT FUND	565,000H	.36
41 THORSON BROWN INC	564,638	.36
42 HARTFORD NATIONAL CORP	562,450	.36
43 HARRIS BANKCORP INC	559,000	.35
44 CONTINENTAL CORP<	551,700	.35
CONTINENTAL CORP/INSUR COS-COMB (551700)		
45 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	550,000	.35
46 NEW JERSEY DIVISION OF INVESTMENTS	540,000J	.34
47 HELLER (WALTER E) INTERNATIONAL CORP	519,005	.33
AMERICAN NATL BK & TR CO/CHICAGO (519005)		
48 STATE STREET BOSTON CORP	517,783	.33
49 PROVIDENT NATIONAL CORP<	506,052	.32
50 FIRST PENNSYLVANIA CORP	503,076	.32
51 MILLER ANDERSON & SHERRERD	498,600	.32
52 NEW ENGLAND MUTUAL LIFE INSUR CO	498,598	.32
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (498598)		
53 DUPONT FAMILY INTERESTS	489,150	.31
WILMINGTON TRUST CO (489150)		
54 ROWE PRICE (T) & ASSOCIATES INC*	488,675	.31
55 ROCKEFELLER FAMILY INTERESTS	486,370	.31
ROCKEFELLER & CO INC (486370)		
56 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	477,700	.30
57 MARINE BANCORP INC	476,428	.30
58 METROPOLITAN LIFE INSURANCE CO	457,800H	.29
59 ILLINOIS STATE TEACHERS RETIR SYSTEM	450,000J	.28
60 FIRST KENTUCKY NATL CORP	444,377	.28
61 FIRST INTERNATIONAL BANCSHARES INC	441,070	.28
62 CHEMICAL NEW YORK CORP	432,319	.27
63 NORTHWEST OHIO BANCSHARES INC	425,318	.27
64 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	412,300	.26
65 KEMPER FAMILY GROUP	402,750	.25
KEMPER INSUR COS/FDS-COMBINED (402750)		
66 FIDELCOR INC	396,990	.25
67 WESBANCO INC	385,178	.24
68 HOSPITAL TRUST CORP	384,116	.24
69 BEA ASSOCIATES INC	383,600	.24
70 VILAS FISCHER ASSOCIATES LTD	376,200	.24
71 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	373,100H	.23
HARTFORD FIRE INSUR COS-COMBINED (373100)		
72 UNITED STATES FIDELITY & GUARANTY CO	365,500	.23
U S FID & GUAR INSUR COS-COMBINED (365500)		
73 PITTSBURGH NATIONAL CORP	352,278	.22

Principal Stockholders	Shares	%
AMERICAN HOME PRODUCTS - CONTINUED		
74 UNITED STATES STEEL CORP	348,000	.22
US STEEL & CARNEGIE PENSION TR (348000)		
75 MIDLANTIC BANKS INC	334,703	.21
76 FMR CORP	329,044	.21
FIDELITY MNGT & RESEARCH CO• (329044)		
77 FIFTH THIRD BANK	328,984	.21
78 MINNESOTA STATE BOARD OF INVESTMENT	326,900G	.20
79 GIRARD CO	319,975	.20
80 TEXAS, UNIVERSITY OF	315,800	.20
81 AMERICAN SECURITY CORP (D C)	313,066J	.20
82 HONG KONG & SHANGHAI BANKING CORP	312,396	.20
MARINE MIDLAND BANKS INC (312396)		
TOTALS	66,200,338	42.50%

TOP 5 CONTROL 8.55% OF STOCK TOP 15 CONTROL 18.35% OF STOCK
TOP 10 CONTROL 14.25% OF STOCK TOP 20 CONTROL 21.58% OF STOCK

AMERICAN MOTORS

(SHARES O/S: 52,038,000)

1 REGIE NATIONALE DES USINES RENAULT (FRANCE)	26,434,210	50.79
2 MORGAN (J P) & CO INC<	1,200,000	2.30
3 LEHMAN BROTHERS KUHN LOEB INC	628,000	1.20
LEHMAN MANAGEMENT CO INC• (628000)		
4 WELLS FARGO & CO	108,500	.20
TOTALS	28,370,710	54.51%

TOP 5 CONTROL 54.51% OF STOCK TOP 15 CONTROL 54.51% OF STOCK
TOP 10 CONTROL 54.51% OF STOCK TOP 20 CONTROL 54.51% OF STOCK

AMERICAN PETROFINA

●(SHARES O/S: 10,745,000)

1 PETROFINA S A (BELGIUM)	7,691,340J	71.58
AMERICAN PETROFINA EXPLORATION CO (7691340)		
2 FIRST INTERNATIONAL BANCSHARES INC	579,673J	5.39
AMERICAN PETROFINA EMPS THRIFT PL & AMDEL EMP INVEST PL (473388)		
AMERICAN PETROFINA ESOP-1500 PCT (106285)		
3 OHIO CASUALTY CORP<	60,000	.55
OHIO CASUALTY INSUR COS-COMBINED (60000)		
4 AMERICAN GENERAL INSURANCE CO<	42,600	.39
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (42600)		
5 GALLAND, RICHARD#	29,639J	.27
6 GATES RUBBER CO<	25,000	.23
FINANCIAL PROGRAMS INC• (25000)		
TOTALS	8,428,252	78.43%

TOP 5 CONTROL 78.20% OF STOCK TOP 15 CONTROL 78.43% OF STOCK
TOP 10 CONTROL 78.43% OF STOCK TOP 20 CONTROL 78.43% OF STOCK

AMERICAN STANDARD

(SHARES O/S: 27,307,000)

1 DELAWARE MANAGEMENT CO INC•	876,400	3.20
2 NATIONAL DETROIT CORP	732,519	2.68
3 REPUBLIC OF TEXAS CORP<	605,166	2.21
4 SOUTHEAST BANKING CORP	601,000	2.20
5 OHIO STATE TEACHERS RETIR SYSTEM	568,200	2.08
6 NEW ENGLAND MUTUAL LIFE INSUR CO	498,750	1.82
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (498750)		
7 INVESCO CAPITAL MNGT INC	423,000	1.54
8 MORGAN (J P) & CO INC<	393,000	1.43
9 MILLER ANDERSON & SHERRERD	348,130	1.27
10 MARQUARD, WILLIAM A#	341,028J	1.24
11 FIRST UNION BANCORP	323,762	1.18
12 LEVINSON, ROBERT E	316,654B	1.15
13 SUN LIFE ASSURANCE CO OF CANADA	300,600	1.10
14 BARING BROTHERS INC (ENGLAND)	286,800	1.05
ENDOWMENT MANAGEMENT & RES CO• (286800)		
15 MERCANTILE BANCORPORATION INC	279,348	1.02
16 WELLS FARGO & CO	272,905	.99
17 TRAVELERS CORP<	233,100	.85
TRAVELERS/KEYSTONE FUNDS-COMBINED (233100)		

Principal Stockholders	Shares	%
AMERICAN STANDARD - CONTINUED		
18 ROWE PRICE (T) & ASSOCIATES INC•	222,900	.81
19 CHEMICAL NEW YORK CORP	222,314J	.81
AMERICAN STANDARD SAVINGS & STOCK OWNERSHIP PL-5907 PCTS (222314)		
20 STEIN ROE & FARNHAM•	213,100	.78
21 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	203,800G	.74
22 SHEARSON LOEB RHOADES INC<	196,900	.72
BOSTON CO INC (116900)		
BOSTON CO FUNDS-COMBINED (80000)		
23 WEISS PECK & GREER•	175,200	.64
24 YALE UNIVERSITY	150,000F	.54
25 BATTERYMARCH FINANCIAL MNGT CORP	146,300	.53
26 GRANT, JOHN L#	146,010J	.53
27 FIDUCIARY TRUST CO OF NEW YORK	142,602	.52
FIDUCIARY TRUST/FUNDS-COMBINED (142602)		
28 PRUDENTIAL INSURANCE CO OF AM	133,200	.48
PRUDENTIAL INSUR COS/FUNDS-COMB (133200)		
29 KENTUCKY TEACHERS RETIREMEN SYSTEM	120,000	.43
30 SEAFIRST CORP	110,066	.40
31 BOWERY SAVINGS BANK	109,606	.40
32 NEW YORK STATE COMMON RETIREMENT FUND	105,702H	.38
33 EXXON CORP	105,200	.38
34 COMMERCIAL UNION ASSUR CO LTD (ENG)	104,000	.38
COMMERCIAL UNION INVEST MNGT• (104000)		
35 BANKERS TRUST NEW YORK CORP	101,800	.37
36 NEUBERGER & BERMAN+	100,000	.36
NEUBERGER & BER MNGT/FDS-COMBINED (100000)		
37 KRESGE FOUNDATION	100,000	.36
38 COMMONWEALTH EDISON CO	91,800	.33
39 ILLINOIS STATE TEACHERS RETIR SYSTEM	90,000J	.32
40 SPAGHT, MONROE E#	90,000J	.32
41 FIRST OKLAHOMA BANCORP INC	89,008	.32
42 ARIZONA STATE RETIREMENT SYSTEM	88,000J	.32
43 PROVIDENT NATIONAL CORP<	85,297	.31
44 DUPONT FAMILY INTERESTS	83,932	.30
WILMINGTON TRUST CO (83932)		
45 WARBURG (E M) PINCUS & CO INC	83,500	.30
EMW COUNSELLORS INC (83500)		
46 HUTTON (E F) GROUP INC	81,830J	.29
HUTTON (E F) & CO, NY (81830)		
47 LEWIS (DAVID)	80,000	.29
48 INA CORP<	80,000	.29
INA INSUR COS/FDS-COMBINED (80000)		
49 ADAMS EXPRESS CO	80,000	.29
50 PIEDMONT MANAGEMENT CO INC<	79,400	.29
LEXINGTON MANAGEMENT CORP• (79400)		
51 WASHINGTON DEPT OF RETIREMENT SYSTEMS	76,800	.28
52 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	76,600J	.28
53 MINNESOTA MUTUAL LIFE INSUR CO	73,200	.26
54 INTER-REGIONAL FINANCIAL CORP	70,900	.25
INVESTMENT ADVISERS INC (70900)		
55 ISLEY, LARRY RANDOLPH	68,056X	.24
56 BUNNEL, KEITH D	64,400X	.23
57 SASS (MARTIN D)	62,200	.22
58 MELLON NATIONAL CORP	61,460	.22
59 KENTUCKY STATE RETIREMENT SYSTEM	60,000J	.21
60 CRUM & FORSTER<	60,000	.21
CRUM & FORSTER INSUR COS-COMBINED (60000)		
61 UNITED MICHIGAN CORP	57,770	.21
TOTALS	12,143,215	44.46%

TOP 5 CONTROL 12.38% OF STOCK TOP 15 CONTROL 25.24% OF STOCK
TOP 10 CONTROL 19.72% OF STOCK TOP 20 CONTROL 29.51% OF STOCK

AMF INC

(SHARES O/S: 20,323,000)

1 DELAWARE MANAGEMENT CO INC•	775,200	3.81
2 MORGAN (J P) & CO INC<	604,000	2.97
3 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	560,000	2.75
4 PITTSBURGH NATIONAL CORP	452,450	2.22
5 MANUFACTURERS HANOVER CORP<	436,000J	2.14
AMF THRIFT INCENTIVE PLAN FOR SALARIED EMPLOYEES-5100 PCTS (436000)		
6 MADISON FUND INC	300,000	1.47
7 STRALEM & CO INC	231,400	1.13
8 WELLS FARGO & CO	224,442	1.10

AMF - CONTINUED

Principal Stockholders	Shares	%
9 MELLON NATIONAL CORP	202,600	.99
10 SUN LIFE ASSURANCE CO OF CANADA	195,600	.96
11 GULF & WESTERN INDUSTRIES INC<	185,000	.91
12 SHEARSON LOEB RHOADES INC<	134,500	.66
BOSTON CO INC (134500)		
13 INA CORP<	123,000	.60
INA INSUR COS/FDS-COMBINED (123000)		
14 FMR CORP	121,900	.59
FIDELITY MNGT & RESEARCH CO• (121900)		
15 OPPENHEIMER HOLDINGS INC+	120,525	.59
16 BOATMENS BANKSHARES INC	92,400	.45
17 NEUBERGER & BERMAN+	84,000	.41
NEUBERGER & BER MNGT/FDS-COMBINED (84000)		
18 HELLER (WALTER E) INTERNATIONAL CORP	67,525	.33
AMERICAN NATL BK & TR CO/CHICAGO (67525)		
19 NEW YORK CITY COMPTROLLER'S OFFICE	65,500	.32
20 CUMBERLAND ASSOCIATES	61,400	.30
21 PATTERSON, HERBERT P & FAMILY=	50,800J	.24
22 REPUBLIC OF TEXAS CORP<	48,856	.24
23 CHEMICAL NEW YORK CORP	48,300	.23
24 STONE, W CLEMENT FAMILY INTERESTS	44,000	.21
COMBINED INSUR COS-COMBINED (44000)		
25 COLUMBIA MANAGEMENT CO•	43,500	.21
26 THORDIKE DORAN PAINE & LEWIS	43,330	.21
THORNDIKE-WELLINGTON FUNDS-COMB (43330)		
27 UNITED SERVICES AUTOMOBILE ASSOC	43,000H	.21
USAA LIFE INSURANCE CO (43000)		
TOTALS	5,359,228	26.37%

TOP 5 CONTROL 13.91% OF STOCK TOP 15 CONTROL 22.96% OF STOCK
TOP 10 CONTROL 19.59% OF STOCK TOP 20 CONTROL 24.78% OF STOCK

AMP INC

(SHARES O/S 36,160,000)

Principal Stockholders	Shares	%
1 HIXON FAMILY INTERESTS=	4,848,752	13.40
MIDLAND INVESTMENT CO (4835452)		
HIXON, ALEXANDER P (13300)		
2 MORGAN (J P) & CO INC<	1,787,000	4.94
3 CHEMICAL NEW YORK CORP	1,513,458	4.18
4 MELLON NATIONAL CORP	1,137,365	3.14
5 NATIONAL DETROIT CORP	1,127,911	3.11
6 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,000,000	2.76
7 BABSON (DAVID L) & CO INC• (793874)	893,874	2.47
JONES & BABSON INC		
BABSON MNGR/FUNDS-COMBINED (100000)		
8 MARSH & MCLENNAN COS INC<	846,600	2.34
EBERSTADT ASSET MNGT/FDS-COMBINED (846600)		
9 MANUFACTURERS HANOVER CORP<	544,175	1.50
EDIE (LIONEL D) & CO INC (544175)		
10 FIRST NATIONAL BOSTON CORP	523,585	1.44
11 CITICORP<	497,514	1.37
12 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	493,540	1.36
BANK OF CALIFORNIA NA (493540)		
13 EQUITABLE LIFE ASSUR SOCIETY OF US	492,000	1.36
14 CALIFORNIA, UNIVERSITY OF	482,200	1.33
15 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	469,400	1.29
16 SELIGMAN (J & W) & CO+	444,570	1.22
SELIGMAN/FUNDS-COMBINED (444570)		
17 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	440,000	1.21
18 NEW YORK STATE TEACHERS RETIR FUND	425,600	1.17
19 NATIONAL CITY CORP	424,000	1.17
20 GEORGIA STATE RETIREMENT SYSTEM	370,000	1.02
21 MASSACHUSETTS FINANCIAL SERVICES INC•	350,000	.96
22 POLLOCK, S WILSON#	316,427	.87
23 CAPITAL GROUP INC	314,000	.86
CAPITAL GUARDIAN TRUST CO (219000)		
CAPITAL RES & MNGT/FUNDS-COMBINED, (95000)		
24 TIAA-CREF	300,000	.82
COLLEGE RETIREMENT EQUITIES FUND (300000)		
25 TEXAS TEACHERS RETIR SYSTEM	279,700	.77
26 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	277,200	.76
27 ROCKEFELLER FAMILY INTERESTS	269,009	.74
ROCKEFELLER UNIVERSITY (10000C)		
ROCKEFELLER & CO INC (169009)		
28 OHIO STATE TEACHERS RETIR SYSTEM	265,400	.73
29 HARRIS BANKCORP INC	264,000	.73

AMP - CONTINUED

Principal Stockholders	Shares	%
30 PROVIDENT NATIONAL CORP<	249,100	.68
31 MILLER ANDERSON & SHERRERD	246,635	.68
32 FMR CORP	226,800	.62
FMR/FUNDS-COMBINED (226800)		
33 SEARS ROEBUCK & CO	221,400	.61
ALLSTATE INSUR COS/FDS-COMBINED (221400)		
34 AETNA LIFE & CASUALTY CO	208,600H	.57
AETNA INSUR COS/FDS-COMBINED (208600)		
35 FIDUCIARY TRUST CO OF NEW YORK	202,789	.56
FIDUCIARY TRUST/FUNDS-COMBINED (202789)		
36 PRUDENTIAL INSURANCE CO OF AM	200,600	.55
PRUDENTIAL INSUR COS/FUNDS-COMB (200600)		
37 RIGGS NATIONAL BANK	199,667	.55
38 SCUDDER STEVENS & CLARK CO•	193,909	.53
39 UNITED STATES FIDELITY & GUARANTY CO	190,200	.52
U S FID & GUAR INSUR COS-COMBINED (190200)		
40 NORTHERN TRUST CORP	182,166	.50
41 COLE YEAGER & WOOD INC	177,921	.49
42 EATON & HOWARD VANCE SANDERS INC	166,560	.46
EATON & HOWARD VANCE/FDS-COMB (166560)		
43 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	150,000	.41
44 HARVARD UNIVERSITY	148,806	.41
45 UNITED STATES STEEL CORP	147,500	.40
US STEEL & CARNEGIE PENSION TR (147500)		
46 BRUNDAGE STORY & ROSE	147,316	.40
47 STEIN ROE & FARNHAM•	146,200	.40
48 WELLS FARGO & CO	140,685	.38
49 GENERAL ELECTRIC CO	129,700	.35
GENERAL ELECTRIC PENSION TRUST (129700)		
50 FARMERS GROUP INC<	128,750	.35
FARMERS GROUP INSUR COS-COMBINED (128750)		
51 HELLER (WALTER E) INTERNATIONAL CORP	127,915	.35
AMERICAN NATL BK & TR CO/CHICAGO (127915)		
52 ROYAL INSURANCE CO LTD (ENGLAND)	126,800	.35
ROYAL INSURS COS-COMBINED (126800)		
53 KIRBY FAMILY GROUP-ALLEGHANY CORP<	120,700	.33
INVESTORS DIVERSIFIED SER INC•		
IDS FUNDS-COMBINED (120700)		
54 NEW ENGLAND MUTUAL LIFE INSUR CO	117,275	.32
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (117275)		
55 STATE STREET RESEARCH & MANAGEMENT CO•	117,230	.32
56 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	110,800G	.30
57 BANKERS TRUST NEW YORK CORP	105,730	.29
58 CHUBB CORP<	105,000	.29
59 FIRST UNION BANCORP	102,809	.28
60 SUN LIFE ASSURANCE CO OF CANADA	93,300	.25
61 BATTERYMARCH FINANCIAL MNGT CORP	89,300	.24
62 MERCANTILE TEXAS CORP	84,084	.23
63 PACIFIC MUTUAL LIFE INSURANCE CO	83,600	.23
64 GIRARD CO	78,922	.21
65 WESTERN BANCORPORATION<	78,326	.21
66 FREDRICKSEN, CLEVE J & FAMILY=	75,979J	.21
67 FIDELCOR INC	75,800	.20
68 ROWE PRICE (T) & ASSOCIATES INC•	72,650	.20
69 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	70,000J	.19
70 CONNECTICUT STATE TRUST FUND	65,000J	.17
TOTALS	27,103,804	74.95%

TOP 5 CONTROL 28.80% OF STOCK TOP 15 CONTROL 46.06% OF STOCK
TOP 10 CONTROL 39.33% OF STOCK TOP 20 CONTROL 51.88% OF STOCK

AMSTAR

(SHARES O/S: 8,933,000)

Principal Stockholders	Shares	%
1 OSSORIO, FREDERIC E#	295,314	3.30
2 CAPITAL SUPERVISORS INC	177,400	1.98
3 GULF & WESTERN INDUSTRIES INC<	173,000	1.93
4 WESTERN BANCORPORATION<	126,950	1.42
5 BATTERYMARCH FINANCIAL MNGT CORP	105,300	1.17
6 NORTHERN TRUST CORP	101,900	1.14
7 MANUFACTURERS HANOVER CORP<	100,200	1.12
8 CITIZENS FIDELITY CORP	100,100	1.12
9 KENTUCKY STATE RETIREMENT SYSTEM	100,000J	1.11
10 ROBECO (HOLLAND)	100,000H	1.11
11 GATES RUBBER CO<	100,000	1.11
FINANCIAL PROGRAMS INC• (100000)		
12 QUITTMEYER, ROBERT T#	55,214	.61

AMSTAR - CONTINUED

Principal Stockholders	Shares	%
13 ALEXANDER & ALEXANDER SERVICES INC	50.015	.55
ALEXANDER & ALEXANDER SERVICES INC (50015)		
14 DREYFUS CORP*	50.000	.55
15 SOUTH CAROLINA NATL CORP	45,600	.51
16 HELLER (WALTER E) INTERNATIONAL CORP	42.600	.47
AMERICAN NATL BK & TR CO/CHICAGO (42600)		
17 IRVING BANK CORP	40.727J	.45
AMSTAR ST OWNERSHIP PL-2770 PCTS (40727)		
18 CONTINENTAL INVESTMENT CORP<	35,000	.39
UNITED FUNDS MANAGEMENT CORP- (35000)		
19 WELLS* FARGO & CO	34.700	.38
20 WENTZ, HOWARD B JR=	30.000	.33
21 FIRST PENNSYLVANIA CORP	28.300	.31
22 BRANDEIS UNIVERSITY	25,000E	.27
23 AMERICAN BANK & TRUST CO OF PENNSYLVANIA	23,850	.26
24 AMERICAN SECURITY CORP (D C)	22.100J	.24
25 FIRST CONNECTICUT BANCORP INC	22.000	.24
26 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	20.580	.23
BANK OF CALIFORNIA NA (20580)		
27 BARCLAYS BANK LTD (ENGLAND)	20,000	.22
TOTALS	2,025.850	22.67%

TOP 5 CONTROL 9.82% OF STOCK TOP 15 CONTROL 18.81% OF STOCK
TOP 10 CONTROL 15.45% OF STOCK TOP 20 CONTROL 20.86% OF STOCK

AMSTED INDUSTRIES

(SHARES O/S 10,787,000)

Principal Stockholders	Shares	%
1 TIAA-CREF	406.000	3.76
COLLEGE RETIREMENT EQUITIES FUND (406000)		
2 BRUNDAGE STORY & ROSE	401.495	3.72
3 MADISON FUND INC	250.000	2.31
4 MILLER ANDERSON & SHERRERD	244.600	2.26
5 MARSH & MCLENNAN COS INC<	237.200	2.19
PUTNAM MNGT/FUNDS-COMBINED (237200)		
6 MASSACHUSETTS MUTUAL LIFE INSUR CO	175.300	1.62
MASS MUTUAL INSUR CO/FUNDS-COMB (175300)		
7 U S TRUST CORP	166,135	1.54
8 OPPENHEIMER HOLDINGS INC+	155,150	1.43
9 KEMPER FAMILY GROUP	130,800	1.21
KEMPER INSUR COS/FDS-COMBINED (130800)		
10 CONTINENTAL ILLINOIS CORP	104.682	.97
11 CAPITAL GROUP INC	100,000	.92
CAPITAL RES & MNGT/FUNDS-COMBINED (100000)		
12 BANKERS TRUST NEW YORK CORP	94,325	.87
13 GARDNER & PRESTON MOSS INC	92,235	.85
14 G S I INC	91,700	.85
PENMARK INVESTMENTS INC (91700)		
15 ILLINOIS MUNICIPAL RETIREMENT FUND	90.000	.83
16 COLUMBIA MANAGEMENT CO*	86,100	.79
17 MERRILL BANKSHARES CO	81,975	.75
18 FIRST WISCONSIN CORP	80.300	.74
19 FIRESTONE TIRE & RUBBER CO	80,100	.74
FIRESTONE TIRE & RUBBER PEN FUND (80100)		
20 HARRIS BANKCORP INC	80,000	.74
21 DELAWARE MANAGEMENT CO INC*	78.400	.72
22 MC MORGAN & CO	72,400	.67
23 TRUST CO OF GEORGIA	67.765	.62
24 LANTERMAN, JOSEPH B & FAMILY#	60,356H	.55
25 MINNESOTA MUTUAL LIFE INSUR CO	52,700	.48
26 POWER CORP-INVESTORS GROUP OF CANADA<	46,500	.43
GREAT-WEST LIFE INSURANCE CO (46500)		
27 WASHINGTON DEPT OF RETIREMENT SYSTEMS	46.000	.42
28 WELLS FARGO & CO.	42.580	.39
29 HELLER (WALTER E) INTERNATIONAL CORP	37,610	.34
AMERICAN NATL BK & TR CO/CHICAGO (37610)		
30 NORTHERN TRUST CORP	35,650	.33
31 SMITH, GOFF & FAMILY#	29,751	.27
32 WRIGHT INVESTORS' SERVICE	29,500	.27
33 SCUDDER STEVENS & CLARK CO*	26.772	.24
34 MOATE, LESTER T & FAMILY#	24,957	.23
TOTALS	3.799.038	35.21%

TOP 5 CONTROL 14.26% OF STOCK TOP 15 CONTROL 25.39% OF STOCK
TOP 10 CONTROL 21.05% OF STOCK TOP 20 CONTROL 29.18% OF STOCK

ANCHOR HOCKING

(SHARES O/S 10.227.000)

Principal Stockholders	Shares	%
1 LORD ABBETT & CO*	1.130.600	11.05
2 THORDIKE DORAN PAINE & LEWIS	667,800	6.52
THORNDIKE-WELLINGTON FUNDS-COMB (667800)		
3 DELAWARE MANAGEMENT CO INC*	443.950	4.34
4 BUTT, DOROTHY G FAMILY	421.461B	4.12
5 GIRARD CO	405.850	3.96
6 FULTON, CYRUS L & FAMILY=	350.279J	3.42
7 PIONEER GROUP INC	271.100	2.65
PIONEERING MNGT/FUNDS-COMB		
8 AMERITRUST CO	270.700	2.64
9 TEXTRON INC	267.000	2.61
10 HARTFORD NATIONAL CORP	234.590	2.29
11 BANKERS TRUST NEW YORK CORP	177.552J	1.73
ANCHOR HOCKING INVEST CREDIT EMP STOCK OWNERSHIP PL-3364 PCTS (47553)		
ANCHOR HOCKING SAL EMPS SAV & INVESTMENT PLAN-1174 PCTS (129999)		
12 BATTERYMARCH FINANCIAL MNGT CORP	168,200	1.64
13 MANUFACTURERS HANOVER CORP<	149,900	1.46
14 NATIONAL CITY CORP	141,000	1.37
15 INA CORP<	130,000	1.27
INA INSUR COS/FDS-COMBINED (130000)		
16 FIRST BANK SYSTEM INC	128,760	1.25
17 CAPITAL GROUP INC	120,000	1.17
CAPITAL RES & MNGT/FUNDS-COMBINED (120000)		
18 FIRESTONE TIRE & RUBBER CO	105,450	1.03
FIRESTONE TIRE & RUBBER PEN FUND (105450)		
19 WILKINS & NANOVIC ASSOCIATES	97,800	.95
20 GENERAL ACCID FIRE & LIFE INSUR (ENG)	74.550H	.72
GENERAL ACCID INSUR COS-COMBINED (74550)		
21 ROULSTON & CO INC	71,150	.69
22 VILAS FISCHER ASSOCIATES LTD	62,100	.60
23 FIRST PENNSYLVANIA CORP	61,900	.60
24 TISCH FAMILY GROUP	61.800	.60
LOEWS CORP (61800)		
25 HUNTINGTON BANCSHARES INC	55,371	.54
26 LLOYDS BANK LTD (ENGLAND)	50,185	.49
LLOYDS BANK CALIFORNIA (50185)		
27 BARBER, GEORGE C=	46.430J	.45
28 CENTRAN CORP	43,700	.42
29 MERCANTILE BANKSHARES CORP<	38.750	.37
30 GUSHMAN, JOHN L#	36.762J	.35
31 MELLON NATIONAL CORP	33,000	.32
32 ORION CAPITAL CORP	30.750H	.30
SECURITY INSUR COS-COMBINED (30750)		
33 TOPPER, J RAY=	30,069J	.29
34 WRIGHT INVESTORS' SERVICE	28.750	.28
35 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	22.755	.22
36 TRINITY COLLEGE	21,050J	.20
37 WASHINGTON DEPT OF RETIREMENT SYSTEMS	19.800	.19
TOTALS	6.470,864	63.27%

TOP 5 CONTROL 30.01% OF STOCK TOP 15 CONTROL 51.13% OF STOCK
TOP 10 CONTROL 43.64% OF STOCK TOP 20 CONTROL 56.28% OF STOCK

ANDERSON CLAYTON & CO

(SHARES O/S 13.427.000)

Principal Stockholders	Shares	%
1 CLAYTON FAMILY INTERESTS#	4,719,022	35.14
MCASHAN, S M (1436077)		
BARLOW, THOMAS J (119848)		
GUINEE, W FENTON JR (258600)		
FICHTER, JOHN L (196887)		
BAKER, BURKE JR (33561)		
GARWOOD, WILLIAM L (239068)		
GARWOOD, WILMER (19081)		
VENGHIATTIS, CHRISTOPHE E (14968)		
POWELL, JOHN B JR (12152)		
BAKER, BENJAMIN M (6128)		
CLAYTON FUND (47228)		
CLAYTON FAMILY TRUSTS (2334424)		
2 ANDERSON (M D) FOUNDATION	240,544	1.79
3 SOUTHWEST BANCSHARES INC	189,890	1.41
4 MCALLISTER, WALTER W JR & FAMILY	169.437Y	1.26
5 GAMMAGE, EARL W	167,150B	1.24
6 TEMPLETON (JOHN M) FAMILY INTERESTS	160.000	1.19
TEMPLETON INVEST CNSL LTD* (CAN) (160000)		

ANDERSON CLAYTON - CONTINUED

Principal Stockholders	Shares	%
7 NATIONAL SECURITIES & RESEARCH CORP*	150,000	1.11
8 SAROFIM (FAYEZ) & CO	136,718	1.01
9 WESTERN BANCORPORATION<	120,310	.89
10 UNITED SERVICES AUTOMOBILE ASSOC	112,000H	.83
USAA LIFE INSURANCE CO (112000)		
11 PIEDMONT MANAGEMENT CO INC<	62,380	.46
LEXINGTON MANAGEMENT CORP* (62380)		
12 RICE UNIVERSITY	60,150	.44
13 AMERICAN GENERAL INSURANCE CO<	56,000	.41
AMERICAN GENL INSUR CO-COMBINED (56000)		
14 WILKINS & NANOVIC ASSOCIATES	54,500	.40
15 BULLOCK (CALVIN) LTD*	52,645	.39
16 KOLPACK, DENIS	49,000J	.36
17 WOLFE, THOMAS H#	45,606	.33
18 BATTERYMARCH FINANCIAL MNGT CORP	43,600	.32
19 VILAS FISCHER ASSOCIATES LTD	33,232	.24
20 MCDONALD, ROBERT#	31,805	.23
21 FIFTH THIRD BANK	29,600	.22
TOTALS	6,683,589	49.77%

TOP 5 CONTROL 40.85% OF STOCK TOP 15 CONTROL 48.04% OF STOCK
TOP 10 CONTROL 45.91% OF STOCK TOP 20 CONTROL 49.55% OF STOCK

ANHEUSER-BUSCH COS

(SHARES O/S 45,138,000)

Principal Stockholders	Shares	%
1 BUSCH FAMILY INTERESTS#	6,008,193J	13.31
BUSCH, AUGUST A JR (5758530)		
BUSCH, AUGUST A 3RD (162782)		
ORTHWEIN, JAMES B (86881)		
2 MERCANTILE BANCORPORATION INC	1,865,889	4.13
3 FIRST UNION BANCORP	1,688,721	3.74
ANHEUSER-BUSCH EMP STOCK PURCHASE & SAVINGS PL/INTERNAL (1262321)		
ANHEUSER-BUSCH TRASOP/5815 PCTS (426400)		
4 WISCONSIN INVESTMENT BOARD	870,700	1.92
5 CAPITAL GROUP INC	727,100	1.61
CAPITAL GUARDIAN TRUST CO (727100)		
6 STRALEM & CO INC	681,900	1.51
7 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	620,400	1.37
NEW COURT CAPITAL MNGT INC (620400)		
8 LINCOLN CAPITAL MANAGEMENT CO	554,650	1.22
9 EATON & HOWARD VANCE SANDERS INC	519,037	1.14
EATON & HOWARD VANCE/FDS-COMB (519037)		
10 MANUFACTURERS HANOVER CORP<	517,136	1.14
11 CITICORP<	516,288	1.14
12 KEMPER FAMILY GROUP	495,300	1.09
KEMPER INSUR COS/FDS-COMBINED (495300)		
13 MASSACHUSETTS FINANCIAL SERVICES INC*	475,000	1.05
14 SCUDDER STEVENS & CLARK CO*	415,765	.92
15 UNITED STATES FIDELITY & GUARANTY CO	409,500	.90
U S FID & GUAR INSUR COS-COMBINED (409500)		
16 BOATMENS BANKSHARES INC	320,727	.71
17 MORGAN (J P) & CO INC<	311,000	.68
18 FLANIGAN, PETER M#	309,409J	.68
19 EQUITABLE LIFE ASSUR SOCIETY OF US	308,000	.68
20 ROBECO (HOLLAND)	300,000H	.66
21 ATLANTA CAPITOL CORP	297,800	.65
22 LEHMAN BROTHERS KUHN LOEB INC	290,000	.64
LEHMAN MANAGEMENT CO INC* (290000)		
23 I N C O LTD (CANADA)	282,000	.62
I N C O CAPITAL MANAGEMENT INC (282000)		
24 FIRST NATIONAL BOSTON CORP	270,245	.59
25 CONTINENTAL ILLINOIS CORP	259,748	.57
26 WALL PATTERSON MCGREW & RICHARDS INC	219,961	.48
27 BERNHARD (ARNOLD) & CO INC*	212,500	.47
VALUE LINE MNGR/FUNDS-COMBINED (212500)		
28 FMR CORP	210,000	.46
FIDELITY MNGT & RESEARCH CO* (210000)		
29 SELIGMAN (J & W) & CO+	200,000	.44
SELIGMAN/FUNDS-COMBINED (200000)		
30 FIRST CITY BANCORP OF TEXAS INC	187,367	.41
31 REISINGER, WALTER C#	187,182J	.41
32 WELLS FARGO & CO	178,810	.39
33 AETNA LIFE & CASUALTY CO	178,800H	.39
AETNA INSUR COS/FDS-COMBINED (178800)		

ANHEUSER-BUSCH - CONTINUED

Principal Stockholders	Shares	%
34 HELLER (WALTER E) INTERNATIONAL CORP	176,251	.39
AMERICAN NATL BK & TR CO/CHICAGO (176251)		
35 GRUMMAN CORP	174,000J	.38
36 CHEMICAL NEW YORK CORP	169,911	.37
37 FIRST INTERNATIONAL BANCSHARES INC	168,600	.37
38 BATTERYMARCH FINANCIAL MNGT CORP	168,300	.37
39 WERTHEIM & CO INC	167,700	.37
40 NORTHWEST BANCORPORATION<	163,344	.36
NORTHWESTERN NATL BK MINNEAPOLIS (163344)		
41 GIRARD CO	159,856	.35
42 FARMERS GROUP INC<	156,900	.34
FARMERS GROUP INSUR COS-COMBINED (156900)		
43 WACHOVIA CORP	155,065	.34
44 WASHINGTON UNIVERSITY	151,827	.33
45 INA CORP<	146,900	.32
INA INSUR COS/FDS-COMBINED (146900)		
46 LINCOLN NATIONAL CORP<	134,564	.29
LINCOLN NATL INSUR/FDS-COMBINED (134564)		
47 BANKERS TRUST NEW YORK CORP	134,520	.29
48 BEA ASSOCIATES INC	128,500	.28
49 PITTSBURGH NATIONAL CORP	127,900	.28
50 ROYAL INSURANCE CO LTD (ENGLAND)	127,000	.28
ROYAL INSURS COS-COMBINED (127000)		
51 OPPENHEIMER HOLDINGS INC+	121,500	.26
52 FIFTH THIRD BANK	115,015	.25
53 NEW YORK CITY COMPTROLLER'S OFFICE	101,000	.22
54 MIDLANTIC BANKS INC	99,000	.21
TOTALS	23,936,781	53.03%

TOP 5 CONTROL 24.72% OF STOCK TOP 15 CONTROL 36.25% OF STOCK
TOP 10 CONTROL 31.13% OF STOCK TOP 20 CONTROL 39.68% OF STOCK

ARCATA CORP

●(SHARES O/S 8,361,000)

Principal Stockholders	Shares	%
1 PRIM, WAYNE L#	469,164	5.61
2 WEYERHAEUSER, FREDRICK T#	294,555	3.52
3 GORDON, WILLIAM CORP	261,358	3.12
4 DETROITBANK CORP	247,980	2.96
5 HELLER (WALTER E) INTERNATIONAL CORP	191,900	2.29
AMERICAN NATL BK & TR CO/CHICAGO (191900)		
6 BATTERYMARCH FINANCIAL MNGT CORP	175,700	2.10
7 FAIRBURN, ROBERT G#	172,283	2.06
8 HUNTSMAN, A BLAINE#	85,970	1.02
9 CONNECTICUT GENERAL INSURANCE CORP	82,700	.98
CONN GENL INSUR COS/FDS-COMBINED (82700)		
10 LEACH, J FRANK#	74,500	.89
11 PASCOE, JOHN J#	72,600	.86
12 COLUMBIA MANAGEMENT CO*	70,300	.84
13 CORNELL UNIVERSITY	70,000	.83
14 EATON & HOWARD VANCE SANDERS INC	62,865	.75
EATON & HOWARD VANCE/FDS-COMB (62865)		
15 FIRST MANHATTAN CO	61,060	.73
16 CHEMICAL NEW YORK CORP	60,485	.72
17 PROVIDENT NATIONAL CORP<	59,130	.70
PROVIDENT INSTITUTIONAL MNGT CORP (59130)		
18 WESTERN BANCORPORATION<	56,900	.68
19 BOWERY SAVINGS BANK	55,800	.66
20 MOORMAN, ALBERT J#	53,950	.64
21 EVANS, G ROBERT#	51,000	.60
22 MIDLAND BANK GROUP< (ENGLAND)	50,500	.60
CROCKER NATIONAL CORP (50500)		
23 WALSH, WILLIAM D#	46,750	.55
24 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	40,300	.48
25 THIRD NATIONAL CORP (TENN)	37,400	.44
26 SHEARSON LOEB RHOADES INC<	30,300	.36
BOSTON CO INC (30300)		
27 AMERICAN GENERAL INSURANCE CO<	30,000	.35
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (30000)		
28 FIRST BANK SYSTEM INC	29,808	.35
29 JEWETT, EDGAR B#	18,000	.21
30 SWANEY, HUGH F#	18,000	.21
TOTALS	3,031,258	36.25%

Principal Stockholders	Shares	%
ARCATA - CONTINUED		

TOP 5 CONTROL 17.52% OF STOCK TOP 15 CONTROL 28.62% OF STOCK
TOP 10 CONTROL 24.59% OF STOCK TOP 20 CONTROL 32.04% OF STOCK

ARCHER-DANIELS-MIDLAND

(SHARES O/S 44.337.000)

Principal Stockholders	Shares	%
1 ANDREAS FAMILY INTERESTS#	3.577.647	8.06
ANDREAS, ALBERT M & ASSOCIATES (252367)		
ANDREAS, DWAYNE O & ASSOCIATES (2492860)		
ANDREAS, LOWELL W & ASSOCIATES (832420)		
2 HALE-VANIER FAMILY INTERESTS#	2.314.103	5.21
HALE, H D & FAMILY (445026)		
VANIER, JOHN K & FAMILY (345496)		
STAR INC (1523583)		
3 STATE FARM MUTL AUTOMOBILE INSUR CO	1.951.540H	4.40
STATE FARM INVESTMENT MNGT CORP* (234247)		
STATE FARM INSUR COS-COMBINED (1717293)		
4 TABOR (PURVIS F) ESTATE#	1.320.374	2.97
5 CITICORP<	1.100.402	2.48
6 BANK OF NEW YORK CO INC	854.892	1.92
7 CONNECTICUT GENERAL INSURANCE CORP	818.285	1.84
CONN GENL INSUR COS/FDS-COMBINED (818285)		
8 NEW JERSEY DIVISION OF INVESTMENTS	790.000J	1.78
9 STEIN ROE & FARNHAM*	774.690	1.74
10 FMR CORP	756.199	1.70
FIDELITY MNGT & RESEARCH CO* (89066)		
FMR/FUNDS-COMBINED (667133)		
11 DANIELS, JOHN H & FAMILY ASSOCIATES#	656.143	1.47
12 PRUDENTIAL INSURANCE CO OF AM	595.000	1.34
PRUDENTIAL INSUR COS/FUNDS-COMB (595000)		
13 BANKERS TRUST NEW YORK CORP	589.648	1.32
14 DONALDSON LUFKIN & JENRETTE INC<	559.201	1.26
15 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	525.000	1.18
16 KIRBY FAMILY GROUP-ALLEGHANY CORP<	521.635	1.17
ALLEGHANY CORP (521635)		
17 ARCHER, SHREVE M JR & FAMILY ASSOCIATES#	444.428	1.00
18 KEMPER FAMILY GROUP	400.000	.90
KEMPER INSUR COS/FDS-COMBINED (400000)		
19 SCUDDER STEVENS & CLARK CO*	336.580	.75
20 NORTHERN TRUST CORP	318.104	.71
21 HARRIS BANKCORP INC	297.333	.67
22 BARING BROTHERS INC (ENGLAND)	297.200	.67
ENDOWMENT MANAGEMENT & RES CO* (297200)		
23 GENERAL ELECTRIC CO	281.173	.63
GENERAL ELECTRIC PENSION TRUST (281173)		
24 SEARS ROEBUCK & CO	260.100	.58
SEARS INVEST MNGT-PEN & SAVING PLS (260100)		
25 CONTINENTAL ILLINOIS CORP	246.656	.55
26 MIDLAND BANK GROUP< (ENGLAND)	245.850	.55
CROCKER NATIONAL CORP (245850)		
27 AMERICAN SECURITY CORP (D C)	234.204J	.52
28 BRISTOL, JOHN W INTERESTS	209.536	.47
BRISTOL (JOHN W) & CO INC (209536)		
29 ATLANTIC RICHFIELD CO	200.500	.45
30 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	200.000	.45
31 DREYFUS CORP*	200.000	.45
32 OHIO STATE TEACHERS RETIR SYSTEM	200.000	.45
33 FIRST BANK SYSTEM INC	185.622	.41
34 NORTHWESTERN MUTUAL LIFE INSUR CO	178.017	.40
35 LINCOLN CAPITAL MANAGEMENT CO	171.150	.38
36 INTER-REGIONAL FINANCIAL CORP	168.006	.37
INVESTMENT ADVISERS INC (168006)		
37 CBT CORP	166.760	.37
38 WEISS, PECK & GREER*	162.450	.36
39 NEUBERGER & BERMAN*	138.587	.31
NEUBERGER & BER MNGT/FDS COMBINED (138587)		
40 FIDUCIARY TRUST CO OF NEW YORK	138.304	.31
FIDUCIARY TRUST/FUNDS-COMBINED (138304)		
41 WALL PATTERSON MCGREW & RICHARDS INC	136.210	.30
42 FIRST PENNSYLVANIA CORP	125.798	.28
43 ILLINOIS STATE BOARD OF INVESTMENT	122.000J	.27
44 UNITED SERVICES AUTOMOBILE ASSOC	116.800	.26
USAA INVESTMENT MNGT CO (116800)		
45 AMERICAN GENERAL INSURANCE CO<	113.704	.25
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (113704)		
46 RANDALL, JAMES R & FAMILY ASSOCIATES#	107.732	.24

Principal Stockholders	Shares	%
ARCHER-DANIELS-MIDLAND - CONTINUED		
47 NORTHWEST BANCORPORATION<	105.893	.23
NORTHWESTERN NATL BK MINNEAPOLIS (105893)		
48 ROBECO (HOLLAND)	105.000H	.23
49 COMMONWEALTH EDISON CO	102.140	.23
50 WALKER, DONALD B & FAMILY#	100.832	.22
51 SIGMA INC	100.000J	.22
52 ESSEX INVESTMENT MANAGEMENT CO INC	96.503	.21
53 BRUCE, RALPH#	93.804	.21
54 AMERICAN FAMILY INSURANCE GROUP	92.744H	.20
55 OHIO POLICE & FIREMEN'S DISABILITY & PEN FD	84.000	.18
56 HASTINGS, DORIS	81.239J	.18
TOTALS	25.069.718	56.54%

TOP 5 CONTROL 23.15% OF STOCK TOP 15 CONTROL 38.75% OF STOCK
TOP 10 CONTROL 32.15% OF STOCK TOP 20 CONTROL 43.31% OF STOCK

ARMCO

(SHARES O/S 54.895.000)

Principal Stockholders	Shares	%
1 MELLON NATIONAL CORP	8.439.238	15.37
ARMCO THRIFT PLANS/14082 PCTS (7685392)		
ARMCO ESOP/10103 PCTS (408298)		
2 CAPITAL GROUP INC	2.431.200	4.42
CAPITAL GUARDIAN TRUST CO (2016200)		
CAPITAL RES & MNGT/FUNDS-COMBINED (415000)		
3 LORD ABBETT & CO*	1.087.900	1.98
4 BATTERYMARCH FINANCIAL MNGT CORP	970.887	1.76
5 HARRIS BANKCORP INC	824.000	1.50
6 MASSACHUSETTS FINANCIAL SERVICES INC*	790.000	1.43
7 CONTINENTAL INVESTMENT CORP<	640.500	1.16
WADDELL & REED FDS-COMBINED (640500)		
8 WISCONSIN INVESTMENT BOARD	605.450	1.10
9 OPPENHEIMER HOLDINGS INC*	549.700	1.00
OPPENHEIMER FUNDS-COMBINED (549700)		
10 DUPONT FAMILY INTERESTS	525.000	.95
DU PONT (E I) DE NEMOURS & CO INC (525000)		
11 PRUDENTIAL INSURANCE CO OF AM	522.000	.95
PRUDENTIAL INSUR COS/FUNDS-COMB (522000)		
12 MORGAN (J P) & CO INC<	519.000	.94
13 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	514.450	.93
14 NEW JERSEY DIVISION OF INVESTMENTS	415.000J	.75
15 WISCONSIN SECURITIES CO OF DELAWARE	400.050	.72
16 FMR CORP	350.000	63
FMR/FUNDS-COMBINED (350000)		
17 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	333.500	.60
NEW COURT CAPITAL MNGT INC (333500)		
18 STANFORD UNIVERSITY	275.730G	.50
19 ROULSTON & CO INC	262.906	.47
20 KEMPER FAMILY GROUP	232.500	.42
KEMPER INSUR COS/FDS-COMBINED (232500)		
21 SCUDDER STEVENS & CLARK CO*	224.336	.40
22 FIRST INTERNATIONAL BANCSHARES INC	214.700	.39
23 WELLS FARGO & CO	192.651	.35
24 HELLER (WALTER E) INTERNATIONAL CORP	191.458	.34
AMERICAN NATL BK & TR CO/CHICAGO (191458)		
25 PRINCETON UNIVERSITY	185.000F	.33
26 MASSACHUSETTS MUTUAL LIFE INSUR CO	167.700	.30
MASS MUTUAL INSUR CO/FUNDS-COMB (167700)		
27 WACHOVIA CORP	152.125	.27
28 FORD FOUNDATION	150.876	.27
29 NATIONAL SECURITIES & RESEARCH CORP*	150.000	.27
30 SHERIFF SECURITIES CORP	144.404	.26
31 FIRST WISCONSIN CORP	143.266	.26
32 AMERICAN NATIONAL FINANCIAL CORP<	139.950H	.25
AMER NATL INSUR COS/FDS-COMBINED (139950)		
33 CONNECTICUT GENERAL INSURANCE CORP	137.000	.24
CONN GENL INSUR COS/FDS-COMBINED (137000)		
34 WESTERN BANCORPORATION<	134.867	.24
35 MORGAN STANLEY & CO INC	126.157	.22
36 MANUFACTURERS HANOVER CORP<	123.214	.22
37 BANKERS TRUST NEW YORK CORP	122.680	.22
38 FIFTH THIRD BANK	119.833	.21
39 SBHU HOLDINGS INC	116.780	.21
40 CONNECTICUT STATE TRUST FUND	115.000J	.20
41 VERITY, CALVIN W JR#	105.580J	.19
TOTALS	23.846.588	43.44%

ARMCO - CONTINUED

TOP 5 CONTROL 25.05% OF STOCK   TOP 15 CONTROL 35.03% OF STOCK
TOP 10 CONTROL 30.72% OF STOCK   TOP 20 CONTROL 37.68% OF STOCK

ARMSTRONG WORLD INDUSTRIES

(SHARES O/S: 25,275,000)

Principal Stockholders	Shares	%
1 LORD ABBETT & CO•	1,796,000	7.10
2 TIAA-CREF	1,284,500	5.08
COLLEGE RETIREMENT EQUITIES FUND (1284500)		
3 PIONEER GROUP INC	1,183,800	4.68
PIONEERING MNGT/FUNDS-COMB		
4 FIRST NATIONAL BOSTON CORP	1,070,350	4.23
5 UNION NATIONAL BK OF PITTSBURGH	730,851	2.89
6 WACHOVIA CORP	706,734	2.79
7 AMERITRUST CO	502,835	1.98
8 FORD FOUNDATION	400,000	1.58
9 WISCONSIN INVESTMENT BOARD	375,100	1.48
10 GREEN (DAVID J) & CO	302,100	1.19
11 UNITED BANKS OF COLORADO INC	277,400	1.09
12 NATIONWIDE MUTUAL INSUR CO	274,000H	1.08
NATIONWIDE INSUR COS/FUNDS-COMB (274000)		
13 WELLS FARGO & CO	273,950	1.08
14 NEW YORK STATE COMMON RETIREMENT FUND	270,000H	1.06
15 AMERICAN NATIONAL FINANCIAL CORP<	252,000H	.99
AMER NATL INSUR COS/FDS-COMBINED (252000)		
16 BATTERYMARCH FINANCIAL MNGT CORP	250,300	.99
17 GIRARD CO	248,204	.98
18 FARMERS GROUP INC<	246,700	.97
FARMERS GROUP INSUR COS-COMBINED (246700)		
19 FINCH, TOM A & FAMILY=	244,957	.96
20 FLORIDA STATE BOARD OF ADMINISTRATION	189,400	.74
21 FIRST PENNSYLVANIA CORP	168,897	.66
22 DETROIT RETIREMENT SYSTEM	155,000J	.61
23 TRAVELERS CORP<	139,700	.55
TRAVELERS/KEYSTONE FUNDS-COMBINED (139700)		
24 HELLER (WALTER E) INTERNATIONAL CORP	136,705	.54
AMERICAN NATL BK & TR CO/CHICAGO (136705)		
25 MELLON NATIONAL CORP	129,899	.51
26 PROVIDENT NATIONAL CORP<	126,526	.50
27 MUTUAL BENEFIT LIFE INSUR CO	119,400H	.47
28 WORCESTER BANCORP INC	118,200	.46
29 MCCOWAN ASSOCIATES INC	117,800	.46
30 DETROITBANK CORP	116,412	.46
31 CAPITAL GROUP INC	115,800	.45
CAPITAL GUARDIAN TRUST CO (115800)		
32 WESTERN BANCORPORATION<	104,392	.41
33 UNITED MISSOURI BANCSHARES INC	104,000	.41
34 DUPONT FAMILY INTERESTS	100,685	.39
WILMINGTON TRUST CO (100685)		
35 MERCHANTS NATIONAL CORP	94,374	.37
36 HARRIS BANKCORP INC	92,000	.36
37 FIRST UNION BANCORP	88,679	.35
38 HONG KONG & SHANGHAI BANKING CORP	82,894	.32
MARINE MIDLAND BANKS INC (82894)		
39 VILAS FISCHER ASSOCIATES LTD	72,600	.28
40 NEW YORK CITY COMPTROLLER'S OFFICE	72,400	.28
41 AMERICAN EXPRESS CO<	70,000	.27
AMERICAN EXP INSUR COS-COMBINED (70000)		
42 MORGAN (J P) & CO INC<	69,000	.27
43 METROPOLITAN LIFE INSURANCE CO	66,700H	.26
44 MERRILL LYNCH & CO INC<	65,000	.25
MERRILL LYNCH ASSET MNGT CO INC• (65000)		
45 BANKERS TRUST NEW YORK CORP	64,440	.25
46 CITICORP<	61,342	.24
47 UNION MUTUAL LIFE INSURANCE CO	60,300H	.23
48 MUTUAL OF OMAHA INSURANCE CO	57,900	.22
MUTUAL INSUR COS/FDS-COMBINED (57900)		
49 GENERAL ACCID FIRE & LIFE INSUR (ENG)	57,000H	.22
GENERAL ACCID INSUR COS-COMBINED (57000)		
50 SOUTHWESTERN LIFE CORP<	56,000H	.22
SOUTHWESTERN INSUR/FDS-COMBINED (56000)		
51 UNITED KINGDOM, GOVERNMENT OF	53,000	.20
BRITISH PETROLEUM CO LTD		
BRITISH PETROLEUM PEN TR LTD (53000)		
52 N C N B CORP<	52,859	.20
53 PITTSBURGH NATIONAL CORP	52,707	.20
54 COMMERCE BANCSHARES INC	52,200	.20

ARMSTRONG WORLD INDUSTRIES - CONTINUED

Principal Stockholders	Shares	%
55 NORTHERN TRUST CORP	50,907	.20
TOTALS	14,024,899	55.48%

TOP 5 CONTROL 23.99% OF STOCK   TOP 15 CONTROL 38.37% OF STOCK
TOP 10 CONTROL 33.04% OF STOCK   TOP 20 CONTROL 43.04% OF STOCK

ARVIN INDUSTRIES

●(SHARES O/S: 7,202,000)

Principal Stockholders	Shares	%
1 DREYFUS CORP•	229,400	3.18
2 FMR CORP	176,400	2.44
FIDELITY MNGT & RESEARCH CO• (176400)		
3 CORNELL UNIVERSITY	171,442J	2.38
4 HARRIS BANKCORP INC	138,000	1.91
ARVIN INDUSTRIES SAVINGS PL (134000)		
5 BATTERYMARCH FINANCIAL MNGT CORP	131,500	1.82
6 NATIONAL SECURITIES & RESEARCH CORP•	91,600	1.27
7 UNITED BANKS OF COLORADO INC	65,900	.91
8 FORT HILL INVESTORS MANAGEMENT CORP	47,400	.65
9 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	45,000	.62
10 BRASWELL, ROBERT H & FAMILY=	36,057J	.50
11 WESTERN BANCORPORATION<	35,400	.49
12 ANDERSON, EUGENE I & FAMILY=	33,858J	.47
13 BAKER, JAMES K & FAMILY=	33,195J	.46
14 SCHAERGES, ROBERT S=	27,902J	.38
15 KILLION, EDWARD J & FAMILY=	21,720J	.30
16 DANNER, THOMAS A=	21,321J	.29
17 SHAWMUT CORP	21,100	.29
18 WASHINGTON DEPT OF RETIREMENT SYSTEMS	20,500	.28
19 SOHN, JOHN P=	19,106J	.26
20 EVANS, LOREN K & FAMILY=	16,723J	.23
21 LAMOREUX, F HOLMES=	9,090J	.12
TOTALS	1,392,614	19.33%

TOP 5 CONTROL 11.75% OF STOCK   TOP 15 CONTROL 17.83% OF STOCK
TOP 10 CONTROL 15.72% OF STOCK   TOP 20 CONTROL 19.21% OF STOCK

ASARCO

(SHARES O/S: 24,049,000)

Principal Stockholders	Shares	%
1 CONTINENTAL CORP<	531,460	2.20
CONTINENTAL CORP/INSUR COS-COMB (531460)		
2 MORGAN (J P) & CO INC<	520,000	2.16
3 LORD ABBETT & CO•	365,000	1.51
4 CITICORP<	335,088	1.39
5 CHEMICAL NEW YORK CORP	321,412	1.33
6 HARRIS BANKCORP INC	234,000	.97
7 WELLS FARGO & CO	182,332	.75
8 ROSENBERG CAPITAL MANAGEMENT	167,200	.69
9 COLUMBIA MANAGEMENT CO•	145,400	.60
10 SHEARSON LOEB RHOADES INC<	140,000	.58
BERNSTEIN-MACAULEY INC (140000)		
11 ARIZONA STATE RETIREMENT SYSTEM	138,900J	.57
12 CHARTER CO<	137,454	.57
FOUNDERS MNGR/FUNDS-COMBINED (137454)		
13 FMR CORP	113,400	.47
FIDELITY MNGT & RESEARCH CO• (113400)		
14 UNITED STATES STEEL CORP	112,343	.46
US STEEL & CARNEGIE PENSION TR (112343)		
15 WESTERN BANCORPORATION<	108,733	.45
16 C M B INVESTMENT COUNSELORS	102,212	.42
17 BATTERYMARCH FINANCIAL MNGT CORP	92,500	.38
18 HELLER (WALTER E) INTERNATIONAL CORP	90,961	.37
AMERICAN NATL BK & TR CO/CHICAGO (90961)		
19 GATES RUBBER CO<	81,000	.33
FINANCIAL PROGRAMS INC• (81000)		
20 BANKERS TRUST NEW YORK CORP	70,150	.29
21 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	69,300	.28
22 TRAVELERS CORP<	65,014	.27
TRAVELERS/KEYSTONE FUNDS-COMBINED (65014)		
23 LOS ANGELES CITY RETIREMENT SYSTEM	65,000	.27
24 MIAMI CORP	64,000J	.26
25 THORDIKE-DORAN PAINE & LEWIS	63,282	.26
THORNDIKE-WELLINGTON FUNDS-COMB (63282)		

Principal Stockholders	Shares	%
ASARCO - CONTINUED		
26 KIRBY FAMILY GROUP-ALLEGHANY CORP<	50,000	.20
INVESTORS DIVERSIFIED SER INC•		
IDS FUNDS-COMBINED (50000)		
27 DREYFUS CORP•	50,000	.20
TOTALS	4,416,141	18.36%

TOP 5 CONTROL 8.61% OF STOCK TOP 15 CONTROL 14.77% OF STOCK
TOP 10 CONTROL 12.23% OF STOCK TOP 20 CONTROL 16.58% OF STOCK

ASHLAND OIL

(SHARES O/S 26,449,000)

Principal Stockholders	Shares	%
1 CHEMICAL NEW YORK CORP	1,981,225	7.49
ASHLAND OIL ESOP-11862 PCTS (102468)		
ASHLAND OIL EMP THRIFT PLAN-10606 PCTS (1786569)		
2 PEARSON (S) & SON LTD (ENGLAND)	787,457H	2.97
MIDHURST CORP (787457)		
3 FIRST BANK SYSTEM INC	315,643	1.19
4 TIPTON, J D-RICKEL, C J-NIELSON, W INTERESTS	298,750	1.12
5 TENNESSEE NATIONAL BANCSHARES INC	245,162H	.92
BLOUNT NATIONAL BANK (245162)		
6 WILKERSON, MICHAEL & FAMILY=	223,750J	.84
7 FIRST KENTUCKY NATL CORP	204,112	.77
8 ROSS, F H JR & ASSOCIATES=	183,085	.69
9 LOCKWOOD, JAMES E	155,900	.58
10 ADDINGTON, ROBERT & FAMILY=	131,100	.49
11 DAUGHTERY, HARRY	130,125	.49
12 FIRST SECURITY CORP OF KENTUCKY	118,002	.44
13 CENTRAN CORP	101,566	.38
14 TIAA-CREF	100,000	.37
COLLEGE RETIREMENT EQUITIES FUND (100000)		
15 FIRST UNION CORP	95,697	.36
16 FIDUCIARY TRUST CO OF NEW YORK	81,182	.30
FIDUCIARY TRUST/FUNDS-COMBINED (81182)		
17 RENO, G M	63,131	.23
18 SEATON, WILLIAM R=	60,726	.22
19 REIGELUTH, ROBERT S & ASSOCIATES=	59,628	.22
20 MAXWELL, CHARLES	50,000	.18
21 ERICKSON FAMILY INTERESTS=	35,482	.13
ERICKSON, EUGENE W (35482)		
TOTALS	5,421,723	20.49%

TOP 5 CONTROL 13.71% OF STOCK TOP 15 CONTROL 19.17% OF STOCK
TOP 10 CONTROL 17.11% OF STOCK TOP 20 CONTROL 20.36% OF STOCK

ATLANTIC RICHFIELD

(SHARES O/S 236,244,000)

Principal Stockholders	Shares	%
1 SECURITY PACIFIC CORP<	7,375,969	3.12
ATLANTIC RICHFIELD THRIFT & SAVINGS PLANS-19667 PCTS (7375969)		
2 CITICORP<	4,403,984	1.86
3 MANUFACTURERS HANOVER CORP< (2351663)	4,063,515	1.72
EDIE (LIONEL D) & CO INC (1711852)		
4 PRUDENTIAL INSURANCE CO OF AM	2,533,200	1.07
PRUDENTIAL INSUR COS/FUNDS-COMB (2533200)		
5 SAROFIM (FAYEZ) & CO	2,504,509	1.06
6 BANKAMERICA CORP<	2,449,335	1.03
ATLANTIC RICHFIELD ESOP-26985 (2449335)		
7 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	2,420,200	1.02
8 MARSH & MCLENNAN COS INC<	2,302,440	.97
PUTNAM MNGT/FUNDS-COMBINED (1208600)		
EBERSTADT ASSET MNGT/FDS-COMBINED (1093840)		
9 KIRBY FAMILY GROUP-ALLEGHANY CORP<	2,291,148	.96
ALLEGHANY CORP (1086148),		
INVESTORS DIVERSIFIED SER INC•		
IDS FUNDS-COMBINED (1205000)		
10 WELLS FARGO & CO	2,100,962	.88
11 MELLON NATIONAL CORP	2,094,333	.88
12 EVANS, THOMAS MELLON FAMILY INTERESTS	2,000,000	.84
CRANE CO (2000000)		
13 HARRIS BANKCORP INC	1,877,000	.79
14 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1,711,446	.72
BANK OF CALIFORNIA NA (1711446)		

Principal Stockholders	Shares	%
ATLANTIC RICHFIELD - CONTINUED		
15 DUPONT FAMILY INTERESTS	1,572,000	.66
# DU PONT (E I) DE NEMOURS & CO INC (1572000)		
16 SCUDDER STEVENS & CLARK CO•	1,553,237	.65
17 NATIONAL DETROIT CORP	1,550,195	.65
18 BABSON (DAVID L) & CO INC•	1,547,660	.65
19 FIRST NATIONAL BOSTON CORP	1,509,115	.63
20 OHIO STATE TEACHERS RETIR SYSTEM	1,498,400	.63
21 FIRST CHICAGO CORP<	1,403,882	.59
22 CALIFORNIA, UNIVERSITY OF	1,396,228	.59
23 JENNISON ASSOCIATES CAPITAL CORP	1,339,100	.56
24 ROWE PRICE (T) & ASSOCIATES INC•	1,322,810	.55
25 WESTERN BANCORPORATION<	1,302,272	.55
26 FIRST PENNSYLVANIA CORP	1,151,632	.48
27 BANKERS TRUST NEW YORK CORP	1,133,298	.47
28 ROSENBERG CAPITAL MANAGEMENT	1,092,300	.46
29 CHASE MANHATTAN CORP	1,085,019	.45
30 GIRARD CO	1,061,404	.44
31 GENERAL ELECTRIC CO	1,020,000	.43
GENERAL ELECTRIC PENSION TRUST (1020000)		
32 EQUITABLE LIFE ASSUR SOCIETY OF US	1,013,800	.42
33 NEW YORK STATE TEACHERS RETIR FUND	1,000,000	.42
34 AETNA LIFE & CASUALTY CO	971,800H	.41
AETNA INSUR COS/FDS-COMBINED (971800)		
35 SELIGMAN (J & W) & CO•	959,553	.40
SELIGMAN/FUNDS-COMBINED (959553)		
36 FIRST UNION BANCORP	950,326	.40
37 STEIN ROE & FARNHAM•	922,226	.39
38 TEXAS PERMANENT SCHOOL FUND	897,400	.37
39 BANK OF NEW YORK CO INC	872,946	.36
40 AMERITRUST CO	870,756	.36
41 FIDUCIARY TRUST CO OF NEW YORK	860,088	.36
FIDUCIARY TRUST/FUNDS-COMBINED (860088)		
42 HELLER (WALTER E) INTERNATIONAL CORP	838,620	.35
AMERICAN NATL BK & TR CO/CHICAGO (838620)		
43 MIDLAND BANK GROUP< (ENGLAND)	829,657	.35
CROCKER NATIONAL CORP (829657)		
44 KEMPER FAMILY GROUP	829,338	.35
KEMPER INSUR COS/FDS-COMBINED (829338)		
45 FMR CORP	810,900	.34
FMR/FUNDS-COMBINED (810900)		
46 **PIONEER GROUP INC**	791,440	.33•
PIONEERING MNGT/FUNDS-COMB		
47 NEW YORK CITY COMPTROLLER'S OFFICE	786,000	.33
48 NORTHERN TRUST CORP	783,786	.33
49 TIAA-CREF	780,600	.33
COLLEGE RETIREMENT EQUITIES FUND (780600)		
50 CAPITAL GROUP INC	743,000	.31
CAPITAL RES & MNGT/FUNDS-COMBINED (743000)		
51 CHEMICAL NEW YORK CORP	716,436	.30
52 HARVARD UNIVERSITY	704,900	.29
53 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	664,200	.28
54 FIDELCOR INC	659,181	.27
55 NEW YORK STATE COMMON RETIREMENT FUND	646,000H	.27
56 MINNESOTA STATE BOARD OF INVESTMENT	628,000G	.26
57 PROVIDENT NATIONAL CORP<	614,299	.26
58 HARTFORD NATIONAL CORP	610,802	.25
59 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	605,000	.25
60 STATE STREET RESEARCH & MANAGEMENT CO•	602,800	.25
61 TEXAS TEACHERS RETIR SYSTEM	602,000	.25
62 FORD FOUNDATION	600,000	.25
63 U S TRUST CORP	572,462	.24
64 CONTINENTAL ILLINOIS CORP	557,066	.23
65 CONNECTICUT GENERAL INSURANCE CORP	552,700	.23
CONN GENL INSUR COS/FDS-COMBINED (552700)		
66 MERCANTILE BANKSHARES CORP<	551,416	.23
67 NEW JERSEY DIVISION OF INVESTMENTS	520,000J	.22
68 JOHN HANCOCK MUTUAL LIFE INSUR CO	519,000	.21
JOHN HANCOCK/FUNDS-COMBINED (519000)		
69 THORDIKE DORAN PAINE & LEWIS	506,767	.21
THORNDIKE-WELLINGTON FUNDS-COMB (506767)		
70 METROPOLITAN LIFE INSURANCE CO	502,900H	.21
71 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	487,900G	.20
72 BATTERYMARCH FINANCIAL MNGT CORP	487,200	.20
73 LORD ABBETT & CO•	483,800	.20
74 MARYLAND STATE RETIREMENT SYSTEMS	474,000	.20
TOTALS	93,047,658	39.38%

ATLANTIC RICHFIELD - CONTINUED

TOP 5 CONTROL 8.83% OF STOCK TOP 15 CONTROL 17.65% OF STOCK
TOP 10 CONTROL 13.73% OF STOCK TOP 20 CONTROL 20.89% OF STOCK

A-T-O

(SHARES O/S: 5,871,000)

Principal Stockholders	Shares	%
1 FIGGIE, HARRY E JR FAMILY INTERESTS=		
FIGGIE, HARRY E JR & FAMILY (348886)	448,886J	7.64
CLARK-RELIANCE CORP (100000)		
2 BATTERYMARCH FINANCIAL MNGT CORP		
3 DUPONT FAMILY INTERESTS	260,600	4.43
DELFI MANAGEMENT INC· (20000)	65,500	1.11
WILMINGTON TRUST CO (45500)		
4 FIRST KENTUCKY NATL CORP		
5 DREYFUS CORP·	57,500	.97
6 COENEN, DALE S=	50,000	.85
7 FIRST WILSHIRE SECURITIES MANAGEMENT INC	30,000J	.51
8 BERNHARD (ARNOLD) & CO INC·	28,800	.49
VALUE LINE MNGR/FUNDS-COMBINED (25000)	25,000	.42
9 GAGNES, ALFRED V=		
10 BARBEE, LEONARD J=	19,332J	.32
11 HARTHUN, LUTHER A=	15,600G	.26
12 HAGLUND, GERHARD D=	14,537D	.24
13 OBRIEN, THOMAS F	13,500C	.22
14 NEUBERGER & BERMAN+	13,400C	.22
NEUBERGER & BER MNGT/FDS-COMBINED (12500)	12,500	.21
15 TARDIFF, JAMES W=		
	12,250	.20
TOTALS	1,067,405	18.18%

TOP 5 CONTROL 15.03% OF STOCK TOP 15 CONTROL 18.18% OF STOCK
TOP 10 CONTROL 17.05% OF STOCK TOP 20 CONTROL 18.18% OF STOCK

AVERY INTERNATIONAL

(SHARES O/S: 9,011,000)

Principal Stockholders	Shares	%
1 AVERY FAMILY INTERESTS=		
AVERY, R STANTON (1106293)	1,554,971J	17.25
AVERY, DENNIS S (300748)		
DURFEE FOUNDATION (147930)		
2 CAPITAL GROUP INC		
CAPITAL GUARDIAN TRUST CO (343900)	809,900	8.98
CAPITAL RES & MNGT/FUNDS-COMBINED (466000)		
3 SMITH, H RUSSELL FAMILY INTERESTS=		
SMITH, H RUSSELL & ASSOCIATES (703894)	768,070J	8.52
PECK, AUSTIN H & FAMILY (64176)		
4 THORDIKE DORAN PAINE & LEWIS		
THORNDIKE-WELLINGTON FUNDS-COMB (463810)	463,810	5.14
5 PIONEER GROUP INC		
PIONEERING MNGT/FUNDS-COMB	408,100	4.52
6 KIRBY FAMILY GROUP-ALLEGHANY CORP<		
INVESTORS DIVERSIFIED SER INC*	375,800	4.17
IDS FUNDS-COMBINED (375800)		
7 NATIONWIDE MUTUAL INSUR CO		
NATIONWIDE INSUR COS/FUNDS-COMB (319000)	319,000H	3.54
8 AMERICAN NATIONAL FINANCIAL CORP<		
AMER NATL INSUR COS/FDS-COMBINED (231800)	231,800H	2.57
9 SELIGMAN (J & W) & CO+		
SELIGMAN/FUNDS-COMBINED (200000)	200,000	2.21
10 SHEARSON LOEB RHOADES INC<		
BOSTON CO INC (95000)	190,000	2.10
BOSTON CO FUNDS-COMBINED (95000)		
11 CITICORP<		
12 AMERICAN GENERAL INSURANCE CO<	164,600	1.82
AMERICAN GENL INSUR CO-COMBINED (55000)	155,000	1.72
AMERICAN GENERAL FDS-COMBINED (100000)		
13 IRVING BANK CORP		
14 STEIN ROE & FARNHAM*	120,700	1.33
15 ROWE PRICE (T) & ASSOCIATES INC*	120,000	1.33
16 BRUNDAGE STORY & ROSE	115,050	1.27
17 BEA ASSOCIATES INC	104,190	1.15
18 PRINCETON UNIVERSITY	102,700	1.13
19 EATON & HOWARD VANCE SANDERS INC	100,000F	1.10
EATON & HOWARD VANCE/FDS-COMB (84840)	84,840	.94
20 PROVIDENT NATIONAL CORP<		
21 CONTINENTAL INVESTMENT CORP<	76,200	.84
WADDELL & REED FDS-COMBINED (59000)	59,000	.65
22 CONTINENTAL ILLINOIS CORP		
	55,300	.61

AVERY INTERNATIONAL - CONTINUED

Principal Stockholders	Shares	%
23 MASSACHUSETTS FINANCIAL SERVICES INC·		
24 GIRARD CO	50,000	.55
25 NORTHERN TRUST CORP	32,420	.35
26 CONTINENTAL CORP<	31,540	.35
CONTINENTAL CORP/INSUR COS-COMB (30800)	30,800	.34
27 US BANCORP		
28 MILLER, CHARLES D=	30,000	.33
29 FIRST PENNSYLVANIA CORP	28,000J	.31
30 FIRST NATIONAL STATE BANCORP	27,000	.29
31 AMERITRUST CO	25,625	.28
32 CENTRAL SECURITIES CORP	25,400	.28
33 MERRILL LYNCH & CO INC<	25,000	.27
MERRILL LYNCH ASSET MNGT CO INC· (25000)	25,000	.27
34 ROCKEFELLER FAMILY INTERESTS		
ROCKEFELLER FOUNDATION (20000)	20,000J	.22
TOTALS	6,929,816	76.90%

TOP 5 CONTROL 44.44% OF STOCK TOP 15 CONTROL 66.54% OF STOCK
TOP 10 CONTROL 59.05% OF STOCK TOP 20 CONTROL 71.74% OF STOCK

AVNET INC

(SHARES O/S 15,023,000)

Principal Stockholders	Shares	%
1 RESNICK FAMILY INTERESTS=		
RESNICK, HARRY (433460)	1,012,165	6.73
RESNICK, LOUIS (578705)		
2 SCOPE INDUSTRIES		
3 OPPENHEIMER HOLDINGS INC+ (297600)	1,004,000	6.68
·OPPENHEIMER FUNDS-COMBINED (365000)	662,600	4.41
4 MASSACHUSETTS FINANCIAL SERVICES INC·		
5 BANKERS LIFE CO (418200)	485,000	3.22
B.L.C. EQUITY MANAGEMENT CORP·	457,900	3.04
B.L.C. FUNDS-COMBINED (39700)		
6 MILLER ANDERSON & SHERRERD		
7 EQUITABLE LIFE ASSUR SOCIETY OF US	431,700	2.87
8 KEMPER FAMILY GROUP	420,700	2.80
KEMPER INSUR COS/FDS-COMBINED (376600)	376,600	2.50
9 REICH & TANG INC		
10 PRINGLE FLINN ELVINS & DONAHUE INC	326,900	2.17
11 MANUFACTURERS HANOVER CORP<	290,850	1.93
12 KIRBY FAMILY GROUP-ALLEGHANY CORP<	289,273	1.92
ALLEGHANY CORP (85500)	285,500	1.90
INVESTORS DIVERSIFIED SER INC·		
IDS FUNDS-COMBINED (200000)		
13 WEISS PECK & GREER*		
14 CAMPBELL ADVISORS INC	284,650	1.89
15 MACHIZ, LEON=	271,400	1.80
16 KENNEDY ASSOCIATES INC	266,903	1.77
17 GENERAL AMERICAN INVESTORS CO INC	247,900	1.65
18 AETNA LIFE & CASUALTY CO	247,100	1.64
AETNA INSUR COS/FDS-COMBINED (223000)	223,000H	1.48
19 BERGER, LOUIS=		
20 CAPITAL GROUP INC	170,000	1.13
CAPITAL RES & MNGT/FUNDS-COMBINED (167900)	167,900	1.11
21 CONTINENTAL ILLINOIS CORP		
22 ALPERIN FAMILY INTERESTS=	165,150	1.09
23 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	154,663	1.02
ROTHSCHILD CO (151159)	151,159	1.00
24 MORGAN (J P) & CO INC<		
25 STEIN ROE & FARNHAM*	142,000	.94
26 NEUBERGER & BERMAN+	136,150	.90
NEUBERGER & BER MNGT/FDS-COMBINED (133522)	133,522	.88
27 BARING BROTHERS INC (ENGLAND)		
ENDOWMENT MANAGEMENT & RES CO* (119700)	119,700	.79
28 MASSACHUSETTS MUTUAL LIFE INSUR CO		
MASS MUTUAL INSUR CO/FUNDS-COMB (111111)	111,111	.73
29 MC MORGAN & CO		
30 FMR CORP	111,100	.73
FIDELITY MNGT & RESEARCH CO* (109700)	109,700	.73
31 MADISON FUND INC		
32 NORTHERN TRUST CORP	100,000	.66
33 SHEIB, SIMON=	89,100	.59
34 BROWN, JOSEPH=	83,873	.55
35 HARRIS ASSOCIATES INC*	82,000	.54
36 NORTHWEST BANCORPORATION<	79,416	.52
NORTHWESTERN NATL BK MINNEAPOLIS (78500)	78,500	.52
37 FIRST MANHATTAN CO		
	75,600	.50

AVNET - CONTINUED

Principal Stockholders	Shares	%
38 BROWN, LEO#	75.242J	.50
39 G S I INC	75,000	.49
PENMARK INVESTMENTS INC (75000)		
40 UNION BANK OF SWITZERLAND	75,000H	.49
INTRAG· (75000)		
41 INTER-REGIONAL FINANCIAL CORP	70,300	.46
INVESTMENT ADVISERS INC (70300)		
42 CBT CORP	69,600	.46
43 WRIGHT INVESTORS' SERVICE	59,100	.39
44 WASHINGTON DEPT OF RETIREMENT SYSTEMS	57,000	.37
45 YALE UNIVERSITY	50,010F	.33
46 US BANCORP	49,500	.32
47 WESTERN BANCORPORATION<	36,916	.24
48 CUMBERLAND ASSOCIATES	35,200	.23
49 WARD, LAWRENCE	34,107	.22
50 CHEMICAL NEW YORK CORP	33,516	.22
51 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	30,400	.20
TOTALS	10,595,676	70.52%

TOP 5 CONTROL 24.10% OF STOCK   TOP 15 CONTROL 45.70% OF STOCK
TOP 10 CONTROL 36.40% OF STOCK   TOP 20 CONTROL 52.73% OF STOCK

AVON PRODUCTS

(SHARES O/S 60,147,000)

Principal Stockholders	Shares	%
1 CLARK, HAYS & VAN ALAN FAMILY ASSOCIATES#	6,573,662	10.92
CLARK, HAYS & FAMILY (1395977)		
CLARK, VAN ALAN W JR & FAMILY (926349)		
CLARK FAMILY TRUST (1051498)		
CLARK FAMILY CHARITABLE FOUNDATION (351273)		
OTHER FAMILY TRUSTS (2848565)		
2 MORGAN (J P) & CO INC<	2,698,000	4.48
3 SAROFIM (FAYEZ) & CO	2,131,464	3.54
4 IRVING BANK CORP	1,738,738	2.89
5 SCUDDER STEVENS & CLARK CO*	1,474,157	2.45
6 TIAA-CREF	1,245,000	2.06
COLLEGE RETIREMENT EQUITIES FUND (1245000)		
7 BANKERS TRUST NEW YORK CORP	1,014,3[illegible]2	1.68
8 FIRST CHICAGO CORP<	974,580	1.62
9 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	96[illegible],400	1.59
10 CITYTRUST BANCORP INC	865,375	1.43
11 MANUFACTURERS HANOVER CORP< (157886)	727,104	1.20
EDIE (LIONEL D) & CU INC (569318)		
12 STATE STREET RESEARCH & MANAGEMENT CO*	618,200	1.02
13 GENERAL ELECTRIC CO	570,000	.94
GENERAL ELECTRIC PENSION TRUST (570000)		
14 NATIONAL CITY CORP	564,000	.93
15 MERCANTILE BANCORPORATION INC	527,021	.87
16 ROWE PRICE (T) & ASSOCIATES INC*	526,537	.87
17 TEXAS PERMANENT SCHOOL FUND	500,600	.83
18 NEW YORK STATE TEACHERS RETIR FUND	486,200	.80
19 FIRST NATIONAL BOSTON CORP	475,070	.78
20 BABSON (DAVID L) & CO INC*	463,230	.77
21 BROWN BROS HARRIMAN & CO	449,450	.74
22 PROVIDENT NATIONAL CORP<	438,206	.72
23 NEW YORK STATE COMMON RETIREMENT FUND	410,000H	.68
2- NATIONWIDE MUTUAL INSUR CO	408,500H	.67
NATIONWIDE INSUR COS/FUNDS-COMB (408500)		
25 SEARS ROEBUCK & CO	399,900	.66
ALLSTATE INSUR COS/FDS-COMBINED (399900)		
26 WELLS FARGO & CO	383,212	.63
27 STRALEM & CO INC	374,800	.62
28 EWALD, JOHN A & FAMILY#	368,809J	.61
29 MINNESOTA STATE BOARD OF INVESTMENT	359,400G	.59
30 HOVING, WALTER & FAMILY#	338,970J	.56
31 FIRST UNION BANCORP	323,512	.53
32 DELAWARE MANAGEMENT CO INC*	315,500	.52
33 CONTINENTAL INVESTMENT CORP<	303,100	.50
WADDELL & REED FDS-COMBINED (303100)		
34 INSTITUTIONAL CAPITAL CORP	265,800	.44
35 TEXAS TEACHERS RETIR SYSTEM	263,200	.43
36 FIDUCIARY TRUST CO OF NEW YORK	246,215	.40
FIDUCIARY TRUST/FUNDS-COMBINED (246215)		
37 ALABAMA BANCORP	237,375	.39
38 CHASE MANHATTAN CORP	236,444	.39
39 BATTERYMARCH FINANCIAL MNGT CORP	226,400	.37

AVON PRODUCTS - CONTINUED

Principal Stockholders	Shares	%
40 HELLER (WALTER E) INTERNATIONAL CORP	220,940	.36
AMERICAN NATL BK & TR CO/CHICAGO (220940)		
41 LAZARD FRERES & CO	215,422	.35
42 CONTINENTAL ILLINOIS CORP	205,586	.34
43 MUTUAL LIFE INSURANCE CO OF NY	204,600	.34
44 REPUBLIC OF TEXAS CORP<	204,400	.33
45 U S TRUST CORP	201,676	.33
46 KIRBY FAMILY GROUP-ALLEGHANY CORP<	200,000	.33
INVESTORS DIVERSIFIED SER INC·		
IDS FUNDS-COMBINED (200000)		
47 SELIGMAN (J & W) & CO+	200,000	.33
SELIGMAN/FUNDS-COMBINED (200000)		
48 WILMINGTON CAPITAL MNGT	193,600	.32
49 UNITED STATES FIDELITY & GUARANTY CO	182,600	.30
U S FID & GUAR INSUR COS-COMBINED (182600)		
50 MIDLAND BANK GROUP< (ENGLAND)	181,070	.30
CROCKER NATIONAL CORP (181070)		
51 CAPITAL GROUP INC	180,000	.29
CAPITAL RES & MNGT/FUNDS-COMBINED (180000)		
52 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	175,000	.29
53 MELLON NATIONAL CORP	168,243	.27
54 UNITED BANKS OF COLORADO INC	163,700	.27
55 NEW YORK LIFE INSURANCE CO	163,100	.27
56 LINCOLN FIRST BANKS INC	159,316	.26
57 DUPONT FAMILY INTERESTS	155,657	.25
WILMINGTON TRUST CO (155657)		
58 FLORIDA STATE BOARD OF ADMINISTRATION	155,000	.25
59 CONTINENTAL CORP<	153,000	.25
CONTINENTAL CORP/INSUR COS-COMB (153000)		/
60 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	151,590	.25
BANK OF CALIFORNIA NA (151590)		
61 UNITED STATES STEEL CORP	149,555	.24
US STEEL & CARNEGIE PENSION TR (149555)		
62 CBT CORP	148,047	.24
63 HARTFORD NATIONAL CORP	144,707	.24
64 BERNSTEIN (SANFORD C) & CO INC	142,540	.23
65 ROYAL INSURANCE CO LTD (ENGLAND)	140,000	.23
ROYAL INSURS COS-COMBINED (140000)		
66 SHEARSON LOEB RHOADES INC<	139,850	.23
BOSTON CO INC (139850)		
67 BEA ASSOCIATES INC	139,850	.23
68 AMERICAN FLETCHER CORP<	135,445	.22
69 HARRIS BANKCORP INC	133,000	.22
70 NATIONAL HEALTH & WELFARE MTL LIFE INSUR ASSO	130,500	.21
71 FIRST PENNSYLVANIA CORP	129,118	.21
72 FIRST CONNECTICUT BANCORP INC	128,621	.21
73 NEVILLE RODIE & SHAW INC	127,328	.21
74 SUN LIFE ASSURANCE CO OF CANADA	121,900	.20
TOTALS	37,228,494	61.89%

TOP 5 CONTROL 24.30% OF STOCK   TOP 15 CONTROL 37.71% OF STOCK
TOP 10 CONTROL 32.71% OF STOCK   TOP 20 CONTROL 41.78% OF STOCK

BAKER INTERNATIONAL

(SHARES O/S: 65,546,000)

Principal Stockholders	Shares	%
1 STATE STREET RESEARCH & MANAGEMENT CO*	2,688,850	4.10
2 MARSH & MCLENNAN COS INC<	1,715,452	2.61
PUTNAM MNGT/FUNDS-COMBINED (660400)		
EBERSTADT ASSET MNGT/FDS-COMBINED (1055052)		
3 ROWE PRICE (T) & ASSOCIATES INC*	1,659,950	2.53
4 SECURITY PACIFIC CORP<	1,325,380	2.02
5 CITICORP<	1,324,290	2.02
6 CAPITAL GROUP INC	1,237,200	1.88
CAPITAL GUARDIAN TRUST CO (1016200)		
CAPITAL RES & MNGT/FUNDS-COMBINED (221000)		
7 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,100,000	1.67
8 FIRST UNION BANCORP	975,136	1.48
9 STEIN ROE & FARNHAM*	861,414	1.31
10 MORGAN (J P) & CO INC<	809,000	1.23
11 SELIGMAN (J & W) & CO+	800,000	1.22
SELIGMAN/FUNDS-COMBINED (800000)		
12 MIDLAND BANK GROUP< (ENGLAND)	749,110	1.14
CROCKER NATIONAL CORP (749110)		
13 AMERICAN EXPRESS CO<	743,776	1.13
AMERICAN EXP INSUR COS-COMBINED (743776)		
14 CONTINENTAL ILLINOIS CORP	677,682	1.03

BAKER INTERNATIONAL - CONTINUED

Principal Stockholders	Shares	%
15 UNITED STATES FIDELITY & GUARANTY CO	660.000	1.00
U S FID & GUAR INSUR COS-COMBINED (660000)		
16 DONALDSON LUFKIN & JENRETTE INC<	644,650	.98
17 ROSENBERG CAPITAL MANAGEMENT	625.800	.95
18 MELLON NATIONAL CORP	615,555	.93
19 AETNA LIFE & CASUALTY CO	560,900H	.85
AETNA INSUR COS/FDS-COMBINED (560900)		
20 BANKERS TRUST NEW YORK CORP	545.079	.83
21 MANUFACTURERS HANOVER CORP< (267765)	497,345	.75
EDIE (LIONEL D) & CO INC (229580)		
22 TRUST CO OF THE WEST	471.400	.71
T C W ASSET MANAGEMENT CO (471400)		
23 HONG KONG & SHANGHAI BANKING CORP	469,060	.71
MARINE MIDLAND BANKS INC (469060)		
24 WELLS FARGO & CO	429.480	.65
25 NEW ENGLAND MERCHANTS CO INC	428,836	.65
26 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	406,000J	.61
27 BANKAMERICA CORP<	404,520	.61
28 HILLER, STANLEY JR & FAMILY#	368.000	.56
29 WRIGHT INVESTORS' SERVICE	352.510	.53
30 INA CORP<	341,000	.52
INA INSUR COS/FDS-COMBINED (341000)		
31 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	340.000	.51
AM INTERNL INSUR COS-COMBINED (340000)		
32 BRUNDAGE STORY & ROSE	319,700	.48
33 HARVARD UNIVERSITY	313,637	.47
34 N C N B CORP<	301.640	.46
35 TRAVELERS CORP<	299.500	.45
TRAVELERS/KEYSTONE FUNDS-COMBINED (299500)		
36 NATIONAL INVESTMENT SER OF AMERICA INC	295.140	.45
37 JOHN HANCOCK MUTUAL LIFE INSUR CO	272,600	.41
JOHN HANCOCK/FUNDS-COMBINED (272600)		
38 BLAIR, CHARLES M	260,280X	.39
39 WEISS PECK & GREER*	249,345	.38
40 CLARK, EARNEST H JR & FAMILY#	248.938	.37
41 NEW YORK STATE COMMON RETIREMENT FUND	240.000H	.36
42 TEXAS COMMERCE BANCSHARES INC	236,944	.36
43 PRUDENTIAL INSURANCE CO OF AM	232.700	.35
PRUDENTIAL INSUR COS/FUNDS-COMB (232700)		
44 NEW YORK CITY COMPTROLLER'S OFFICE	227,800	.34
45 ILLINOIS MUNICIPAL RETIREMENT FUND	220,000	.33
46 ROHRBUCK, G H	217,440X	.33
47 MACKAY-SHIELDS FINANCIAL CORP	214,800	.32
48 HELLER (WALTER E) INTERNATIONAL CORP	212,184	.32
AMERICAN NATL BK & TR CO/CHICAGO (212184)		
49 BJURMAN (GEORGE D) & ASSOCIATES	211,600	.32
50 OHIO STATE TEACHERS RETIR SYSTEM	207,200	.31
51 COMMERCIAL UNION ASSUR CO LTD (ENG)	200.000	.30
COMMERCIAL UNION INVEST MNGT* (200000)		
52 LEHMAN BROTHERS KUHN LOEB INC	200,000	.30
LEHMAN MANAGEMENT CO INC* (200000)		
53 ILLINOIS STATE BOARD OF INVESTMENT	200,000J	.30
54 HARTFORD NATIONAL CORP	199.490	.30
55 NEW YORK STATE TEACHERS RETIR FUND	189.200	.28
56 DUPONT FAMILY INTERESTS	182,020	.27
WILMINGTON TRUST CO (182020)		
57 GENERAL AMERICAN INVESTORS CO INC	181,500	.27
58 PEW FAMILY INTERESTS	180.386	.27
59 NORTHERN TRUST CORP	178,772	.27
60 ROYAL INSURANCE CO LTD (ENGLAND)	176.000	.26
ROYAL INSURS COS-COMBINED (176000)		
61 SCUDDER STEVENS & CLARK CO*	174.468	.26
62 OHIO POLICE & FIREMEN'S DISABILITY & PEN FD	160,000	.24
63 BROWN BROS HARRIMAN & CO	159,000	.24
64 GIRARD CO	157,954	.24
65 SHELTON, J J#	155.974	.23
66 MARINE BANCORP INC	152,050	.23
67 CONNECTICUT STATE TRUST FUND	148,400J	.22
68 EXXON CORP	142.300	.21
69 PACIFIC MUTUAL LIFE INSURANCE CO	138,700	.21
70 BATTERYMARCH FINANCIAL MNGT CORP	135,900	.20
71 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	133,800H	.20
HARTFORD FIRE INSUR COS-COMBINED (133800)		
TOTALS	33,154.737	50.58%

TOP 5 CONTROL 13.29% OF STOCK   TOP 15 CONTROL 26.43% OF STOCK
TOP 10 CONTROL 20.89% OF STOCK   TOP 20 CONTROL 30.99% OF STOCK

BALL CORP

(SHARES O/S 5.008.000)

Principal Stockholders	Shares	%
1 BALL, FAMILY INTERESTS	3.004.800F	60.00
2 FISHER, JOHN W & AFFILIATES#	322.410	6.43
FISHER, JOHN W (12410)		
FISHER PROPERTIES OF INDIANA (60000)		
MINNESTRISTA CORP (250000)		
3 AMERICAN FLETCHER CORP<	128,130	2.55
4 OWSLEY, ALVIN M JR & ASSOC#	125.645	2.50
5 BRACKEN, ALEXANDER M#	88,872J	1.77
6 SPIRE, ROBERT M#	70.407	1.40
7 BECK MACK & OLIVER	61,300	1.22
8 MOHLMAN, ROBERT H#	35,625	.71
9 FIRST UNION CORP	35,150	.70
10 MERRILL LYNCH & CO INC<	34,000	.67
MERRILL LYNCH ASSET MNGT CO INC* (34000)		
11 HOLMES, BURNHAM B#	24.666E	.49
12 RINGEON, RICHARD M#	21,723	.43
13 ANDRECOM ADVISORS CORP	20.500	.40
14 NATIONWIDE MUTUAL INSUR CO	20.000H	.39
NATIONWIDE INSUR COS/FUNDS-COMB (20000)		
15 LEHIGH UNIVERSITY	20,000F	.39
16 STEIN ROE & FARNHAM*	19,800	.39
17 BELL, DONALD R	18.807G	.37
18 GAISER, R ARTHUR#	11,053J	.22
19 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	9.400G	.18
TOTALS	4.072.288	81.31%

TOP 5 CONTROL 73.27% OF STOCK   TOP 15 CONTROL 80.13% OF STOCK
TOP 10 CONTROL 78.00% OF STOCK   TOP 20 CONTROL 81.31% OF STOCK

BANGOR PUNTA

(SHARES O/S 4.623.000)

Principal Stockholders	Shares	%
1 STEWART, JAMES E INTERESTS#	976.559J	21.12
STEWART, JAMES E (95480)		
STEWART-MCDONALD CO (881079)		
2 VON GALEN, FERDINAND GRAF INTERESTS#	625,000J	13.51
BISPING CAPITAL INVEST CO (W GER) (576000)		
3 FIRST NATIONAL BOSTON CORP	320.143	6.92
BANGOR PUNTA INVEST PL/3026 PCTS (295293)		
4 PIPER (WILLIAM T) ESTATE#	229.544	4.96
5 WALLACE, DAVID W#	131,323J	2.84
6 AMERICAN INVESTORS CORP*	89.300	1.93
7 AXE (E W) & CO INC-	55.333	1.19
AXE-HOUGHTON FUNDS-COMBINED (55333)		
8 OPPENHEIMER HOLDINGS INC+	47.500	1.02
OPPENHEIMER FUNDS-COMBINED (47500)		
9 MERRILL LYNCH & CO INC<	44,000	.95
MERRILL LYNCH ASSET MNGT CO INC* (44000)		
10 CASENOVE CO	25.000	.54
11 GALLE, STEPHEN#	15,782J	.34
12 OBERG, JAMES L#	13.352J	.28
13 MANUFACTURERS LIFE INSUR CO (CANADA)	10,300	.22
TOTALS	2.583.136	55.87%

TOP 5 CONTROL 49.37% OF STOCK   TOP 15 CONTROL 55.87% OF STOCK
TOP 10 CONTROL 55.02% OF STOCK   TOP 20 CONTROL 55.87% OF STOCK

BARNES GROUP

(SHARES O/S 6.848.000)

Principal Stockholders	Shares	%
1 BARNES FAMILY INTERESTS#	2.383.104J	34.80
BARNES, CARLYLE F & FAMILY (505149)		
BARNES, WALLACE & FAMILY (600798)		
BARNES, THOMAS O (30126)		
BRISTOW, WILLIAM (6252)		
OTHER FAMILY MEMBERS (1240779)		
2 CBT CORP	644.115	9.40
3 FIRST CONNECTICUT BANCORP INC	615,389	8.98
UNITED BANK & TRUST CO		
4 FIRST ATLANTA CORP	289,272	4.22
5 BANKERS LIFE CO	169,093	2.46
6 CHEMICAL NEW YORK CORP	128,316	1.87
7 CHUBB CORP<	120.000H	1.75
CHUBB INSUR COS-COMBINED (120000)		
8 TRAVELERS CORP<	85,326	1.24
TRAVELERS/KEYSTONE FUNDS-COMBINED (85326)		

BARNES GROUP - CONTINUED

Principal Stockholders	Shares	%
9 ALLENDALE GROUP<	45,000	.65
ALLENDALE INSUR COS-COMBINED (45000)		
10 LADD, EDWIN V JR	39,602F	.57
11 MCQUILLAN, JEREMIAH E#	37,902J	.55
12 FONDITALIA MANAGEMENT CO (LUXEMBURG)	31,500	.45
TOTALS	4,588,619	67.00%

TOP 5 CONTROL 59.88% OF STOCK TOP 15 CONTROL 67.00% OF STOCK
TOP 10 CONTROL 65.99% OF STOCK TOP 20 CONTROL 67.00% OF STOCK

BAUSCH & LOMB

●(SHARES O/S 11,745,000)

Principal Stockholders	Shares	%
1 MARSH & MCLENNAN COS INC<	1,050,750	8.94
PUTNAM MNGT/FUNDS-COMBINED (859750)		
EBERSTADT ASSET MNGT/FDS-COMBINED (191000)		
2 FMR CORP	836,700	7.12
FIDELITY MNGT & RESEARCH CO* (836700)		
3 LINCOLN FIRST BANKS INC	411,140	3.50
4 CONNECTICUT GENERAL INSURANCE CORP	410,200	3.49
CONN GENL INSUR COS/FDS-COMBINED (410200)		
5 MACKAY-SHIELDS FINANCIAL CORP	401,075	3.41
6 SECURITY NEW YORK STATE CORP	367,252J	3.12
7 MANNING & NAPIER ADVISORS INC	303,532	2.58
8 MORGAN (J P) & CO INC< (168000)	293,000	2.49
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (125000)		
9 EATON & HOWARD VANCE SANDERS INC	284,400	2.42
EATON & HOWARD VANCE/FDS-COMB (284400)		
10 TRUST CO OF THE WEST	242,400	2.06
T C W ASSET MANAGEMENT CO (242400)		
11 WESTERN BANCORPORATION<	237,680	2.02
12 HONG KONG & SHANGHAI BANKING CORP	164,775	1.40
MARINE MIDLAND BANKS INC (164775)		
13 SCHUMAN, DANIEL G#	162,240J	1.38
14 YALE UNIVERSITY	161,600F	1.37
15 CENTRAL BANCORP INC	135,098	1.15
16 BERNHARD (ARNOLD) & CO INC*	126,200	1.07
VALUE LINE MNGR/FUNDS-COMBINED (126200)		
17 SECURITY PACIFIC CORP<	117,873	1.00
18 UNITED STATES FIDELITY & GUARANTY CO	106,100	.90
U S FID & GUAR INSUR COS-COMBINED (106100)		
19 WALL PATTERSON MCGREW & RICHARDS INC	103,305	.87
20 FIRST WISCONSIN CORP	90,920	.77
21 SELIGMAN (J & W) & CO+	86,065	.73
SELIGMAN/FUNDS-COMBINED (86065)		
22 GIRARD CO	83,900	.71
23 RAINIER BANCORPORATION	78,800	.67
24 AETNA LIFE & CASUALTY CO	76,000H	.64
AETNA INSUR COS/FDS-COMBINED (76000)		
25 CAPITAL GROUP INC	70,000	.59
CAPITAL RES & MNGT/FUNDS-COMBINED (70000)		
26 COMMONWEALTH EDISON CO	68,600	.58
27 SEAFIRST CORP	68,200	.58
28 KENNEDY ASSOCIATES INC	62,000	.52
29 NATIONAL INVESTMENT SER OF AMERICA INC	57,100	.48
30 LEHMAN BROTHERS KUHN LOEB INC	50,900	.43
LEHMAN MANAGEMENT CO INC* (50900)		
31 TRW INC	48,700	.41
TRW INVESTMENT MANAGEMENT (48700)		
32 OMAHA NATIONAL CORP	45,750	.38
33 UNION CARBIDE CORP	45,600	.38
34 CAPITAL CONSULTANTS INC	44,960	.38
35 FIRST CITY BANCORP OF TEXAS INC	42,550	.36
36 NEW YORK CITY COMPTROLLER'S OFFICE	36,000	.30
37 NORTHERN TRUST CORP	35,000	.29
38 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	35,000	.29
39 SWARTHMORE COLLEGE	30,000B	.25
40 MARSTERS, ALTON K	26,960G	.22
41 FIRST PENNSYLVANIA CORP	26,900	.22
42 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	26,508	.22
BANK OF CALIFORNIA NA (26508)		
43 BANK OF TOKYO LTD	25,850	.22
44 MCQUILKIN, WILLIAM W	24,640D	.20
45 GILL, DANIEL E#	24,000J	.20
TOTALS	7,226,223	61.52%

BAUSCH & LOMB - CONTINUED

TOP 5 CONTROL 26.47% OF STOCK TOP 15 CONTROL 46.50% OF STOCK
TOP 10 CONTROL 39.16% OF STOCK TOP 20 CONTROL 51.13% OF STOCK

BAXTER TRAVENOL LABORATORIES

(SHARES O/S 33,837,000)

Principal Stockholders	Shares	%
1 FALK-GRAHAM INTERESTS#	1,502,624J	4.44
FALK-GRAHAM TRUSTS (957276)		
GRAHAM, WILLIAM B (305813)		
FALK, RALPH 2ND (239535)		
2 NATIONAL DETROIT CORP	1,070,414	3.16
3 FIRST CHICAGO CORP<	1,058,947	3.12
BAXTER TRAVENOL PROFIT & STOCK SHARING RETIREMENT TRUST-INTERNAL (764265)		
4 CITICORP<	1,043,929	3.08
5 MARSH & MCLENNAN COS INC<	1,011,365	2.98
PUTNAM MNGT/FUNDS-COMBINED (221800)		
EBERSTADT ASSET MNGT/FDS-COMBINED (789565)		
6 STATE STREET RESEARCH & MANAGEMENT CO*	962,845	2.84
7 CONTINENTAL ILLINOIS CORP	819,461	2.42
8 PRUDENTIAL INSURANCE CO OF AM	665,400	1.96
PRUDENTIAL INSUR COS/FUNDS-COMB (665400)		
9 MORGAN (J P) & CO INC<	636,000	1.87
10 OHIO STATE TEACHERS RETIR SYSTEM	452,000	1.33
11 KIRBY FAMILY GROUP-ALLEGHANY CORP<	409,900	1.21
ALLEGHANY CORP (309900)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (100000)		
12 THORDIKE DORAN PAINE & LEWIS	368,075	1.08
THORNDIKE-WELLINGTON FUNDS-COMB (368075)		
13 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	346,000	1.02
14 BANK OF NEW YORK CO INC	334,308	.98
15 EQUITABLE LIFE ASSUR SOCIETY OF US	320,000	.94
16 GEORGIA STATE RETIREMENT SYSTEM	313,000	.92
17 BROWN BROS HARRIMAN & CO	312,220	.92
18 CHEMICAL NEW YORK CORP	299,795	.88
19 FIRST UNION BANCORP	262,158	.77
20 MASSACHUSETTS FINANCIAL SERVICES INC*	250,000	.73
21 GENERAL AMERICAN INVESTORS CO INC	249,300	.73
22 MERCANTILE BANCORPORATION INC	210,100	.62
23 FORSTMANN-LEFF ASSOCIATES	207,500	.61
24 BANKERS TRUST NEW YORK CORP	207,427	.61
25 BERNHARD (ARNOLD) & CO INC*	205,200	.60
VALUE LINE MNGR/FUNDS-COMBINED (205200)		
26 UNION NATIONAL BK OF PITTSBURGH	193,273	.57
27 UNITED STATES FIDELITY & GUARANTY CO	193,100	.57
U S FID & GUAR INSUR COS-COMBINED (193100)		
28 METROPOLITAN LIFE INSURANCE CO	182,560H	.53
29 EATON & HOWARD VANCE SANDERS INC	179,282	.52
EATON & HOWARD VANCE/FDS-COMB (179282)		
30 MARYLAND STATE RETIREMENT SYSTEMS	160,000	.47
31 HARRIS BANKCORP INC	158,000	.46
32 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	150,000J	.44
33 LEHMAN BROTHERS KUHN LOEB INC	150,000	.44
LEHMAN MANAGEMENT CO INC* (150000)		
34 HARTFORD NATIONAL CORP	148,145	.43
35 COLE YEAGER & WOOD INC	144,638	.42
36 WELLS FARGO & CO	142,890	.42
37 SHEARSON LOEB RHOADES INC<	141,100	.41
BOSTON CO INC (141100)		
38 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	137,000	.40
39 U S TRUST CORP	129,485	.38
40 NEW YORK STATE COMMON RETIREMENT FUND	128,200H	.37
41 NEW ENGLAND MUTUAL LIFE INSUR CO	122,522	.36
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (122522)		
42 C & B INVESTMENT COUNSELORS	120,800	.35
43 ILLINOIS STATE TEACHERS RETIR SYSTEM	120,000J	.35
44 MERCANTILE TEXAS CORP	119,004	.35
45 HELLER (WALTER E) INTERNATIONAL CORP	115,982	.34
AMERICAN NATL BK & TR CO/CHICAGO (115982)		
46 STATE STREET BOSTON CORP	114,777	.33
47 SELIGMAN (J & W) & CO+	111,000	.32
SELIGMAN/FUNDS-COMBINED (111000)		
48 GRUMMAN CORP	110,000J	.32
49 FIRST AMTEEN CORP	109,448	.32
50 NORTHERN TRUST CORP	107,497	.31
51 FIRST PENNSYLVANIA CORP	101,298	.29
52 CITIZENS FIDELITY CORP	101,200	.29

BAXTER TRAVENOL - CONTINUED

Principal Stockholders	Shares	%
53 TIAA-CREF	100,000	.29
COLLEGE RETIREMENT EQUITIES FUND (100000)		
54 CAPITAL SUPERVISORS INC	100,000	.29
55 NATIONWIDE MUTUAL INSUR CO	100,000H	.29
NATIONWIDE INSUR COS/FUNDS-COMB (100000)		
56 KENTUCKY STATE RETIREMENT SYSTEM	100,000J	.29
57 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	99,500H	.29
HARTFORD FIRE INSUR COS-COMBINED (99500)		
58 LINCOLN NATIONAL CORP<	95,350	.28
LINCOLN NATL INSUR/FDS-COMBINED (95350)		
59 OHIO POLICE & FIREMEN'S DISABILITY & PEN FD	95,000	.28
60 NORTHEAST BANCORP INC (CONN)	93,305	.27
61 FIRST NATIONAL BOSTON CORP	91,750	.27
62 FLORIDA STATE BOARD OF ADMINISTRATION	88,000	.26
63 CONTINENTAL CORP<	85,200	.25
CONTINENTAL CORP/INSUR COS-COMB (85200)		
64 N C N B CORP<	83,970	.24
65 ALLENDALE GROUP<	78,600	.23
ALLENDALE INSUR COS-COMBINED (78600)		
66 FIRST ATLANTA CORP	75,349	.22
67 MINNESOTA MUTUAL LIFE INSUR CO	73,900	.21
68 BATTERYMARCH FINANCIAL MNGT CORP	72,800	.21
69 BOATMENS BANKSHARES INC	72,300	.21
70 SASS (MARTIN D)	71,050	.20
71 SCHRODERS LTD< (ENGLAND)	70,053	.20
SCHRODER MNGR/FUNDS-COMBINED (70053)		
72 CENTRAL BANCORP INC	68,693	.20
73 SOUTHEAST BANKING CORP	68,011	.20
TOTALS	18,992,000	56.12%

TOP 5 CONTROL 16.80% OF STOCK TOP 15 CONTROL 32.51% OF STOCK
TOP 10 CONTROL 27.25% OF STOCK TOP 20 CONTROL 36.75% OF STOCK

BEATRICE FOODS

(SHARES O/S 96,336,000)

Principal Stockholders	Shares	%
1 NATIONAL DETROIT CORP	3,514,623	3.64
2 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1,579,782	1.63
BANK OF CALIFORNIA NA (1579782)		
3 FIRST CHICAGO CORP<	1,569,013	1.62
4 CALIFORNIA, UNIVERSITY OF	1,529,400	1.58
5 BABSON (DAVID L) & CO INC• (1085650)	1,285,650	1.33
JONES & BABSON INC		
BABSON MNGR/FUNDS-COMBINED (200000)		
6 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,194,200	1.23
7 CITICORP<	1,176,608	1.22
8 TEXAS TEACHERS RETIR SYSTEM	1,046,800	1.08
9 MELLON NATIONAL CORP	996,281	1.03
10 ROCKEFELLER FAMILY INTERESTS	839,600	87
ROCKEFELLER UNIVERSITY (265000)		
ROCKEFELLER & CO INC (574600)		
11 DETROITBANK CORP	813,233	.84
12 TORRAY, CLARK & CO INC	796,900	.82
13 FORD FOUNDATION	792,500	.82
14 PROVIDENT NATIONAL CORP<	748,444	.77
15 AETNA LIFE & CASUALTY CO	690,600H	.71
AETNA INSUR COS/FDS-COMBINED (690600)		
16 BATTERYMARCH FINANCIAL MNGT CORP	612,700	.63
17 WISCONSIN INVESTMENT BOARD	609,200	.63
18 MERCANTILE BANCORPORATION INC	585,100	.60
19 GENERAL ELECTRIC CO	585,000	.60
GENERAL ELECTRIC PENSION TRUST (585000)		
20 FIRST OKLAHOMA BANCORP INC	541,825	.56
21 NORTHERN TRUST CORP	537,031	.55
22 GEORGIA STATE RETIREMENT SYSTEM	515,000	.53
23 CONTINENTAL ILLINOIS CORP	501,299	.52
24 TIAA-CREF	494,300	.51
COLLEGE RETIREMENT EQUITIES FUND (494300)		
25 KLEIN, JOSEPH & FAMILY	492,820A	.51
26 TEXAS PERMANENT SCHOOL FUND	490,200	.50
27 NATIONAL CITY CORP	478,000	.49
28 WELLS FARGO & CO	470,184	.48
29 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	452,900	.47
30 HARMAN, SIDNEY & FAMILY	450,350X	.46
31 MASSACHUSETTS MUTUAL LIFE INSUR CO	435,100	.45
MASS MUTUAL INSUR CO/FUNDS-COMB (435100)		
32 WEISS, JAMES & FAMILY ASSOCIATES#	407,749J	.42

BEATRICE FOODS - CONTINUED

Principal Stockholders	Shares	%
33 LIKEN FAMILY INTERESTS	407,303X	.42
LIKEN, THOMAS K (182161)		
LIKEN, MAURICE S (225142)		
34 BROWN BROS HARRIMAN & CO	387,541	.40
35 SHEARSON LOEB RHOADES INC<	373,041	.38
BOSTON CO INC (373041)		
36 HELLER (WALTER E) INTERNATIONAL CORP	366,419	.38
AMERICAN NATL BK & TR CO/CHICAGO (366419)		
37 LORD ABBETT & CO•	365,800	.37
38 WOODY, W J	348,936B	.36
39 CAPITAL SUPERVISORS INC	335,100	.34
40 AMERITRUST CO	331,747	.34
41 BANKERS TRUST NEW YORK CORP	323,550	.33
42 TICOR	301,008	.31
TITLE INSUR & TRUST CO (301008)		
43 AMERICAN SECURITY CORP (D C)	299,535J	.31
44 MARINE BANCORP INC	296,015	.30
45 FIDELCOR INC	288,895	.29
46 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	288,500	.29
47 WRIGHT INVESTORS' SERVICE	286,647	.29
48 FIRST WISCONSIN CORP	284,291	.29
49 FMR CORP	276,458	.28
FIDELITY MNGT & RESEARCH CO• (276458)		
50 N C N B CORP<	268,997	.27
51 SAFECO CORP<	268,000	.27
SAFECO INSUR COS & FDS-COMBINED (268000)		
52 ILLINOIS STATE TEACHERS RETIR SYSTEM	265,000J	.27
53 NEW YORK LIFE INSURANCE CO	260,700	.27
54 SHWAYDER, KING & FAMILY	251,731X	.26
55 WASHINGTON DEPT OF RETIREMENT SYSTEMS	240,800	.24
56 MORGAN (J P) & CO INC<	235,000	.24
57 CENTRAL BANCORP INC	226,983	.23
58 STAHL, LOUIS E	224,450D	.23
59 NEW ENGLAND MERCHANTS CO INC	224,324	.23
60 FORT WAYNE NATIONAL BK	223,313	.23
61 LINCOLN FINANCIAL CORP	219,928	.22
LINCOLN NATL BK & TR OF FT WAYNE (219928)		
62 THIRD NATIONAL CORP (TENN)	216,121	.22
63 SCUDDER STEVENS & CLARK CO•	214,260	.22
64 TEXAS STATE EMPLOYEES RETIREMENT SYSTEM	209,800	.21
65 CHASE MANHATTAN CORP	205,505	.21
66 FIRST INTERNATIONAL BANCSHARES INC	202,780	.21
67 FIFTH THIRD BANK	202,727	.21
68 UNION CARBIDE CORP	194,000	.20
69 ROWE PRICE (T) & ASSOCIATES INC•	193,486	.20
70 NEW YORK STATE COMMON RETIREMENT FUND	176,000H	.18
TOTALS	37,517,083	38.94%

TOP 5 CONTROL 9.83% OF STOCK TOP 15 CONTROL 19.28% OF STOCK
TOP 10 CONTROL 15.29% OF STOCK TOP 20 CONTROL 22.32% OF STOCK

BECKMAN INSTRUMENTS

(SHARES O/S 19,466,000)

Principal Stockholders	Shares	%
1 BECKMAN, A O INTERESTS#	3,706,600	19.04
BECKMAN, A O (706600)		
BECKMAN CHARITABLE TRUST (2706600)		
BECKMAN FOUNDATION (300000)		
2 STATE STREET RESEARCH & MANAGEMENT CO•	788,000	4.04
3 MELLON NATIONAL CORP	697,343	3.58
4 BABSON (DAVID L) & CO INC•	489,066	2.51
5 SELIGMAN (J & W) & CO+	426,870	2.19
SELIGMAN/FUNDS-COMBINED (426870)		
6 TIAA-CREF	425,000	2.18
COLLEGE RETIREMENT EQUITIES FUND (425000)		
7 BALLHAUS, WM F#	417,314	2.14
8 FIDUCIARY TRUST CO OF NEW YORK	397,705	2.04
FIDUCIARY TRUST/FUNDS-COMBINED (397705)		
9 MANUFACTURERS HANOVER CORP<	363,376	1.86
10 SEARS ROEBUCK & CO	350,900	1.80
ALLSTATE INSUR COS/FDS-COMBINED (350900)		
11 UNITED STATES STEEL CORP	347,960	1.78
US STEEL & CARNEGIE PENSION TR (347960)		
12 GENERAL AMERICAN INVESTORS CO INC	292,900	1.50
13 BANK OF NEW YORK CO INC	277,404	1.42
14 PROVIDENT NATIONAL CORP<	271,500	1.39
15 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	250,000	1.28

BECKMAN INSTRUMENTS - CONTINUED

Principal Stockholders	Shares	%
16 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	240,500	1.23
AM INTERNL INSUR COS-COMBINED (240600)		
17 SCUDDER STEVENS & CLARK CO*	218,573	1.12
18 MARSH & MCLENNAN COS INC<	216,400	1.11
PUTNAM MNGT/FUNDS-COMBINED (216400)		
19 MORGAN (J P) & CO INC<	214,000	1.09
20 PRUDENTIAL INSURANCE CO OF AM	204,400	1.05
PRUDENTIAL INSUR COS/FUNDS-COMB (204400)		
21 RAININ, KENNETH	196,437H	1.00
22 KIRBY FAMILY GROUP-ALLEGHANY CORP<	193,500	.99
ALLEGHANY CORP (68200)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (125300)		
23 BJURMAN (GEORGE D) & ASSOCIATES	189,500	.97
24 U S TRUST CORP	183,250	.94
25 SAVINGS BANKS TRUST CO	169,400	.87
26 TEETER, G HOWARD#	150,000	.77
27 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	145,000G	.74
28 WACHOVIA CORP	131,415	.67
29 SUN LIFE ASSURANCE CO OF CANADA	124,000	.63
30 LINEBERGER, R A#	117,600J	.60
31 WESTERN BANCORPORATION<	112,500	.57
32 WERTHEIM & CO INC	109,800	.56
33 NEW YORK CITY COMPTROLLER'S OFFICE	102,900	.52
34 NEW ENGLAND MERCHANTS CO INC	100,416	.51
35 ATLANTIC RICHFIELD CO	100,000	.51
36 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	100,000	.51
37 UNION CARBIDE CORP	85,000	.43
38 CONNECTICUT STATE TRUST FUND	80,900J	.41
39 DONALDSON LUFKIN & JENRETTE INC<	80,000	.41
ALLIANCE CAPITAL MANAGEMENT CORP* (80000)		
40 BANKERS TRUST NEW YORK CORP	76,800	.39
41 NATIONAL HEALTH & WELFARE MTL LIFE INSUR ASSO	75,000	.38
42 FIDELCOR INC	73,840	.37
43 ARGUS RESEARCH CORP	72,000	.36
ARGUS INVESTORS COUNSEL INC (72000)		
44 WELLS FARGO & CO	68,300	.35
45 JOHN HANCOCK MUTUAL LIFE INSUR CO	62,000	.31
JOHN HANCOCK/FUNDS-COMBINED (62000)		
46 ROSSO, LOUIS T#	61,000H	.31
47 EXXON CORP	59,100	.30
48 BATTERYMARCH FINANCIAL MNGT CORP	56,600	.29
49 FIRST NATIONAL BOSTON CORP	55,476	.28
50 HELLER (WALTER E) INTERNATIONAL CORP	55,200	.28
AMERICAN NATL BK & TR CO/CHICAGO (55200)		
51 NATIONWIDE MUTUAL INSUR CO	52,800	.27
NATIONWIDE INSUR COS/FUNDS-COMB (52800)		
52 FIRST PENNSYLVANIA CORP	52,600	.27
53 BAUMAN, ROBERT J#	47,000G	.24
54 NATIONAL INVESTMENT SER OF AMERICA INC	45,300	.23
55 SECURITY PACIFIC CORP<	40,339	.20
56 NATIONAL SECURITIES & RESEARCH CORP*	39,650	.20
TOTALS	14,060,529	72.23%

TOP 5 CONTROL 31.37% OF STOCK TOP 15 CONTROL 48.81% OF STOCK
TOP 10 CONTROL 41.41% OF STOCK TOP 20 CONTROL 54.43% OF STOCK

BECTON DICKINSON & CO

(SHARES O/S: 19,959,000)

Principal Stockholders	Shares	%
1 SUN CO INC	6,485,493	32.49
2 BECTON, HENRY P FAMILY INTERESTS#	1,000,000J	5.01
3 FIRST NATIONAL BOSTON CORP	676,830	3.39
4 CAPITAL GROUP INC	654,400	3.27
CAPITAL GUARDIAN TRUST CO (654400)		
5 LAZARD FRERES & CO	381,500	1.91
6 CHAPMAN, SUZANNE B	318,000A	1.59
7 GENERAL AMERICAN INVESTORS CO INC	312,500	1.56
8 ROTH, HARRY FAMILY INTERESTS#	301,387J	1.51
9 CHEMICAL NEW YORK CORP	265,362	1.32
10 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	250,000J	1.25
11 GENERAL ELECTRIC CO	220,000	1.10
GENERAL ELECTRIC PENSION TRUST (220000)		
12 ASNES, MARVIN A#	178,931	.89
13 NEW YORK STATE COMMON RETIREMENT FUND	162,800H	.81
14 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	153,600	.76

BECTON DICKINSON - CONTINUED

Principal Stockholders	Shares	%
15 MORGAN (J P) & CO INC<	153,072	.76
BECTON DICKINSON SAVINGS INCENTIVE PLAN-6206 PCTS (108072)		
16 ILLINOIS STATE TEACHERS RETIR SYSTEM	150,000J	.75
17 BANKERS TRUST NEW YORK CORP	128,780	.64
18 AMERICAN EXPRESS CO<	123,500	.61
AMERICAN EXP INSUR COS-COMBINED (123500)		
19 DUPONT FAMILY INTERESTS	119,414	.59
WILMINGTON TRUST CO (119414)		
20 CORNELL UNIVERSITY	115,000	.57
21 NEW YORK LIFE INSURANCE CO	111,300	.55
22 WRIGHT INVESTORS' SERVICE	102,200	.51
23 FIRST OKLAHOMA BANCORP INC	99,400	.49
24 MINNESOTA MUTUAL LIFE INSUR CO	99,000	.49
25 BECK MACK & OLIVER	90,292	.45
26 SELIGMAN (J & W) & CO*	90,000	.45
SELIGMAN/FUNDS-COMBINED (90000)		
27 STANDISH AYER & WOOD INC*	83,825	.41
28 CONNECTICUT STATE TRUST FUND	80,000J	.40
29 MASSACHUSETTS FINANCIAL SERVICES INC*	75,000	.37
30 ARGUS RESEARCH CORP	72,500	.36
ARGUS INVESTORS COUNSEL INC (72500)		
31 NEUBERGER & BERMAN*	70,599	.35
NEUBERGER & BER MNGT/FDS-COMBINED (70599)		
32 WELLS FARGO & CO	68,700	.34
33 DEAN WITTER REYNOLDS ORGANIZATION INC	65,600	.32
34 HELLER (WALTER E) INTERNATIONAL CORP	64,900	.32
AMERICAN NATL BK & TR CO/CHICAGO (64900)		
35 AMERICAN FAMILY INSURANCE GROUP	62,000H	.31
36 CHESWICK MCRAE & GILLESPIE INC	61,300	.30
37 US BANCORP	56,130	.28
38 IOWA PUBLIC EMPLOYEES RETIREMENT SYSTEM	55,000	.27
39 INDUSTRIAL NATIONAL CORP	51,452	.25
40 AMERICAN GENERAL INSURANCE CO<	50,000	.25
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (50000)		
41 BANK OF NEW YORK CO INC	49,106	.24
42 STANFORD UNIVERSITY	45,400G	.22
43 TRAVELERS CORP<	45,300	.22
TRAVELERS/KEYSTONE FUNDS-COMBINED (45300)		
44 FIRST KENTUCKY NATL CORP	43,100	.21
45 DONALDSON LUFKIN & JENRETTE INC<	42,900	.21
46 MORGAN PARKER 1967 TRUST	40,000A	.20
TOTALS	13,925,573	69.77%

TOP 5 CONTROL 46.08% OF STOCK TOP 15 CONTROL 57.68% OF STOCK
TOP 10 CONTROL 53.33% OF STOCK TOP 20 CONTROL 60.87% OF STOCK

BELCO PETROLEUM

(SHARES O/S: 11,512,000)

Principal Stockholders	Shares	%
1 BELFER FAMILY & ASSOCIATES#	5,062,055J	43.97
BELFER, ARTHUR B & FAMILY (1586325)		
BELFER, ROBERT A & FAMILY (1179432)		
BELFER FOUNDATION (58186)		
RUBIN, LAWRENCE & FAMILY (1069180)		
SALTZ, JACK & FAMILY (1168932)		
2 KIECKHEFER, ROBERT & POLK, EUGENE INTERESTS	692,974J	6.01
KIECKHEFER/POLK TRUSTS (652698)		
KIECKHEFER FAMILY INTERESTS (9234)		
POLK FAMILY TRUSTS (10482)		
POLK, EUGENE INTERESTS (20560)		
3 BLINTLIFF, DAVID C#	582,750J	5.06
4 MORGAN (J P) & CO INC<	218,000	1.89
5 OPPENHEIMER HOLDINGS INC*	163,250	1.41
OPPENHEIMER FUNDS-COMBINED (163250)		
6 ARNOLD, DANIEL C & FAMILY#	65,021J	.56
7 PITCAIRN FAMILY INTERESTS	52,500	.45
PITCAIRN CO (52500)		
8 CITICORP<	45,075	.39
9 NEUBERGER & BERMAN*	38,679	.33
NEUBERGER & BER MNGT/FDS-COMBINED (38679)		
10 CHEMICAL NEW YORK CORP	33,350	.28
11 SCHINDLER, GUSTAVE & FAMILY#	33,038J	.28
12 FMR CORP	28,550	.24
FIDELITY MNGT & RESEARCH CO* (28550)		

BELCO PETROLEUM - CONTINUED

Principal Stockholders	Shares	%
13 SHEARSON LOEB RHOADES INC<	23,968	.20
BOSTON CO INC (23968)		
TOTALS	7,039,210	61.14%

TOP 5 CONTROL 58.36% OF STOCK   TOP 15 CONTROL 61.14% OF STOCK
TOP 10 CONTROL 60.40% OF STOCK   TOP 20 CONTROL 61.14% OF STOCK

BELL & HOWELL

(SHARES O/S. 5,545,000)

Principal Stockholders	Shares	%
1 UNITED STATES STEEL CORP	264,042	4.76
US STEEL & CARNEGIE PENSION TR (264042)		
2 BEA ASSOCIATES INC	246,300	4.44
3 LEHMAN BROTHERS KUHN LOEB INC	240,000	4.32
LEHMAN MANAGEMENT CO INC* (240000)		
4 CHEMICAL NEW YORK CORP	235,450	4.24
5 AMERICAN NATIONAL FINANCIAL CORP<	209,000H	3.76
AMER NATL INSUR COS/FDS-COMBINED (209000)		
6 FMR CORP	180,000	3.24
FIDELITY MNGT & RESEARCH CO* (115000)		
FMR/FUNDS-COMBINED (65000)		
7 WESTERN BANCORPORATION<	141,772	2.55
8 FIRST WISCONSIN CORP	138,502	2.49
9 WILKINS & NANOVIC ASSOCIATES	132,900	2.39
10 MORGAN (J P) & CO INC<	108,000	1.94
11 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	100,000	1.80
12 NORTHWESTERN MUTUAL LIFE INSUR CO (72000)	98,000	1.76
N.M.L. EQUITY SERVICES INC (26000)		
13 FIRST NATIONAL BANCORP INC	88,100	1.58
14 SAFECO CORP<	82,700H	1.49
SAFECO INSUR COS & FDS-COMBINED (82700)		
15 AMERICAN EXPRESS CO<	80,000	1.44
AMERICAN EXP INSUR COS-COMBINED (80000)		
16 MIDLANTIC BANKS INC	80,000	1.44
17 CONTINENTAL INVESTMENT CORP<	77,300	1.39
WADDELL & REED FDS-COMBINED (77300)		
18 AMERICAN GENERAL INSURANCE CO<	75,539	1.36
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (75539)		
19 FIRST CHICAGO CORP<	65,754	1.18
•20 COLORADO NATIONAL BANKSHARES INC	60,550	1.09
21 TRAVELERS CORP<	57,300	1.03
TRAVELERS/KEYSTONE FUNDS-COMBINED (57300)		
22 ALEXANDER & ALEXANDER SERVICES INC	55,300	.99
ALEXANDER & ALEXANDER SERVICES INC (55300)		
23 CAPITAL GROUP INC	50,000	.90
CAPITAL GUARDIAN TRUST CO (50000)		
24 OPPENHEIMER HOLDINGS INC+	50,000	.90
OPPENHEIMER FUNDS-COMBINED (50000)		
25 BARING BROTHERS INC (ENGLAND)	50,000	.90
ENDOWMENT MANAGEMENT & RES CO* (50000)		
26 DREYFUS CORP*	50,000	.90
27 FREY, DONALD N#	28,841J	.52
28 NORTHERN TRUST CORP	27,910	.50
29 HARRIS BANKCORP INC	24,210	.43
BELL & HOWELL PROF SHAR RETIR PL (24210)		
30 INVESTORS RESEARCH CORP	20,500	.36
31 CONTROL DATA CORP	17,300H	.31
COMMERCIAL CREDIT/INS COS-COMBINED (17300)		
32 EATON FINANCIAL SERVICES LTD (CANADA)	15,000	.27
EATON FUND MANAGEMENT LTD*		
EATON BAY FUNDS-COMBINED (15000)		
33 FUND MANAGEMENT	12,000	.21
TOTALS	3,162,270	57.02%

TOP 5 CONTROL 21.54% OF STOCK   TOP 15 CONTROL 42.28% OF STOCK
TOP 10 CONTROL 34.19% OF STOCK   TOP 20 CONTROL 48.76% OF STOCK

BEMIS CO

(SHARES O/S: 3,779,000)

Principal Stockholders	Shares	%
1 BEMIS FAMILY INTERESTS#	614,379	16.25
BEMIS, JUDSON (77437)		
BEMIS, JOHN (79287)		
PARSONS, GEORGE (262854)		
ROE, JOHN H (28913)		
CURLER, HOWARD J (94310)		
OTHER FAMILY MEMBERS (71578)		
2 NORTHWEST BANCORPORATION<	106,108	2.80
NORTHWESTERN NATL BK MINNEAPOLIS (106108)		
3 ASSOCIATED BANC-CORP	99,040	2.62
4 FIDUCIARY TRUST CO (BOSTON)	82,209	2.17
5 NEW ENGLAND MERCHANTS CO INC	75,971	2.01
6 HELLER (WALTER E) INTERNATIONAL CORP	48,200	1.27
AMERICAN NATL BK & TR CO/CHICAGO (48200)		
7 **PIONEER GROUP INC**	45,200	1.19
PIONEERING MNGT/FUNDS-COMB		
8 FIRST NATIONAL BOSTON CORP	38,937	1.03
9 ASPLIN, EDWARD W#	36,660J	.97
10 BANKAMERICA CORP<	31,964	.84
11 PETERSON, JULIA	30,000J	.79
12 CBT CORP	27,060	.71
13 FIDUCIARY TRUST CO OF NEW YORK	21,000	.55
FIDUCIARY TRUST/FUNDS-COMBINED (21000)		
14 STATE STREET BOSTON CORP	20,905	.55
15 FIRST CHICAGO CORP<	19,715	.52
16 NEVILLE RODIE & SHAW INC	16,700	.44
17 WELLS FARGO & CO	14,900	.39
18 DEMPSEY, JOHN #	13,885J	.36
19 MCBRIDE, EDWIN#	12,898J	.34
20 OLD KENT FINANCIAL CORP	12,000	.31
21 FIRST UNION BANCORP	11,703	.30
22 BATTERYMARCH FINANCIAL MNGT CORP	10,300	.27
TOTALS	1,389,734	36.77%

TOP 5 CONTROL 25.87% OF STOCK   TOP 15 CONTROL 34.33% OF STOCK
TOP 10 CONTROL 31.18% OF STOCK   TOP 20 CONTROL 36.19% OF STOCK

BENDIX

(SHARES O/S: 22,388,000)

Principal Stockholders	Shares	%
1 CITICORP<	4,418,188	19.73
BENDIX SALARIED EMPS SAV & STOCK		
OWNERSHIP PL-15198 PCTS (4418188)		
2 PRUDENTIAL INSURANCE CO OF AM	881,100	3.93
PRUDENTIAL INSUR COS/FUNDS-COMB (881100)		
3 NEW JERSEY DIVISION OF INVESTMENTS	425,500J	1.90
4 **PIONEER GROUP INC**	316,000	1.41
PIONEERING MNGT/FUNDS-COMB		
5 CHASE MANHATTAN CORP	259,615	1.15
6 ROBECO (HOLLAND)	200,000H	.89
7 FORSTMANN-LEFF ASSOCIATES	198,400	.88
8 HOSPITAL TRUST CORP	195,020	.87
9 MIDLAND BANK GROUP< (ENGLAND)	183,750	.82
CROCKER NATIONAL CORP (183750)		
10 TIAA-CREF	170,000	.75
COLLEGE RETIREMENT EQUITIES FUND (170000)		
11 NORTHERN TRUST CORP	147,744	.65
12 MERCANTILE BANKSHARES CORP<	120,343	.53
13 ROULSTON & CO INC	118,481	.52
14 FIRST AMTEEN CORP	110,750	.49
15 BANKERS TRUST NEW YORK CORP	109,425	.48
16 MORGAN (J P) & CO INC<	109,000	.48
17 CONTINENTAL ILLINOIS CORP	107,609	.48
18 ARIZONA STATE RETIREMENT SYSTEM	103,900J	.46
19 FIRST INTERNATIONAL BANCSHARES INC	100,884	.45
20 AETNA LIFE & CASUALTY CO	100,000	.44
AETNA INSUR COS/FDS-COMBINED (100000)		
21 WESTERN BANCORPORATION<	95,744	.42
22 TEXAS PERMANENT SCHOOL FUND	95,000	.42
23 NATIONAL SECURITIES & RESEARCH CORP*	90,000	.40
24 WELLS FARGO & CO	89,223	.39
25 FIRST SECURITY CORP	80,572	.35
26 FIRST KENTUCKY NATL CORP	78,824	.35
27 DELAWARE MANAGEMENT CO INC*	76,800	.34
28 HELLER (WALTER E) INTERNATIONAL CORP	74,167	.33
AMERICAN NATL BK & TR CO/CHICAGO (74167)		
29 FIRST & MERCHANTS CORP	72,844	.32

BENDIX - CONTINUED

Principal Stockholders	Shares	%
30 NEW ENGLAND MERCHANTS CO INC	72,796	.32
31 PROVIDENT NATIONAL CORP<	70,550	.31
32 AGEE, WILLIAM M#	66,918	.29
33 UNITED STATES FIDELITY & GUARANTY CO	66,600	.29
U S FID & GUAR INSUR COS-COMBINED (66600)		
34 U S TRUST CORP	62,837	.28
35 BATTERYMARCH FINANCIAL MNGT CORP	62,299	.27
36 ANDRECOM ADVISORS CORP	61,000	.27
37 BAKER FENTRESS & CO	59,576	.26
38 BRUNDAGE STORY & ROSE	49,038	.21
39 FIDELCOR INC	48,407	.21
40 MC MORGAN & CO	47,200	.21
41 T.N.B. FINANCIAL CORP	46,412	.20
42 BANK OF NEW YORK CO INC	45,787	.20
43 BANKAMERICA CORP<	44,899	.20
TOTALS	9,933,202	44.36%

TOP 5 CONTROL 28.14% OF STOCK TOP 15 CONTROL 35.08% OF STOCK
TOP 10 CONTROL 32.37% OF STOCK TOP 20 CONTROL 37.41% OF STOCK

BETHLEHEM STEEL

(SHARES O/S: 43,664,000)

Principal Stockholders	Shares	%
1 MORGAN (J P) & CO INC<	3,309,222	7.57
BETHLEHEM STEEL SAVINGS PLAN FOR SALARIED EMPLOYEES/24000 PCTS (3212222)		
2 CAPITAL GROUP INC	2,122,000	4.85
CAPITAL GUARDIAN TRUST CO (1509200)		
CAPITAL RES & MNGT/FUNDS-COMBINED (612800)		
3 LORD ABBETT & CO*	1,937,100	4.43
4 PRUDENTIAL INSURANCE CO OF AM	1,276,800	2.92
PRUDENTIAL INSUR COS/FUNDS-COMB (1276800)		
5 BATTERYMARCH FINANCIAL MNGT CORP	957,300	2.19
6 FMR CORP	802,600	1.83
FIDELITY MNGT & RESEARCH CO* (230000)		
FMR/FUNDS-COMBINED (572600)		
7 MANUFACTURERS HANOVER CORP<	611,611	1.40
EDIE (LIONEL D) & CO INC (611611)		
8 NEW YORK STATE TEACHERS RETIR FUND	599,200	1.37
9 TIAA-CREF	570,000	1.30
COLLEGE RETIREMENT EQUITIES FUND (570000)		
10 CHASE MANHATTAN CORP	537,290	1.23
11 TORRAY, CLARK & CO INC	454,300	1.04
12 ROULSTON & CO INC	448,900	1.02
13 WELLS FARGO & CO	434,530	.99
14 DELAWARE MANAGEMENT CO INC*	365,500	.83
15 BANKERS TRUST NEW YORK CORP	348,990	.79
16 ROBECO (HOLLAND)	300,000H	.68
17 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	275,000J	.62
18 FIRESTONE TIRE & RUBBER CO	200,000	.45
FIRESTONE TIRE & RUBBER PEN FUND (200000)		
19 PENN SQUARE MANAGEMENT CORP*	200,000	.45
PENN SQUARE MUTUAL FUND (200000)		
20 FIRST INTERNATIONAL BANCSHARES INC	197,302	.45
21 CONNECTICUT GENERAL INSURANCE CORP	187,000	.42
CONN GENL INSUR COS/FDS-COMBINED (187000)		
22 ALABAMA BANCORP	183,680	.42
23 TEXAS PERMANENT SCHOOL FUND	160,700	.36
24 WASHINGTON DEPT OF RETIREMENT SYSTEMS	156,100	.35
25 HONG KONG & SHANGHAI BANKING CORP	147,268	.33
MARINE MIDLAND BANKS INC (147268)		
26 HELLER (WALTER E) INTERNATIONAL CORP	145,527	.33
AMERICAN NATL BK & TR CO/CHICAGO (145527)		
27 STANFORD UNIVERSITY	138,280G	.31
28 BRUNDAGE STORY & ROSE	125,702	.28
29 ARGUS RESEARCH CORP	119,000	.27
ARGUS INVESTORS COUNSEL INC (119000)		
30 JEFFERSON-PILOT CORP<	116,000	.26
31 GUARDIAN LIFE INSUR CO OF AMERICA	105,000H	.24
32 THORDIKE DORAN PAINE & LEWIS	100,699	.23
THORNDIKE-WELLINGTON FUNDS-COMB (100699)		
33 PRINCETON UNIVERSITY	100,000F	.22
34 FIRST NATIONAL BOSTON CORP	95,675	.21
35 FIRST TENNESSEE NATIONAL CORP	88,120	.20
TOTALS	17,916,396	41.03%

BETHLEHEM STEEL - CONTINUED

TOP 5 CONTROL 21.99% OF STOCK TOP 15 CONTROL 33.83% OF STOCK
TOP 10 CONTROL 29.13% OF STOCK TOP 20 CONTROL 36.52% OF STOCK

BIG THREE INDUSTRIES

(SHARES O/S: 20,107,000)

Principal Stockholders	Shares	%
1 SMITH FAMILY INTERESTS#	1,849,180J	9.19
SMITH, ALBERT K & FAMILY (892342)		
SMITH, RUSSELL K & FAMILY (113988)		
SMITH, HARRY K & FAMILY (715740)		
SCHWINGER, GAIL & FAMILY (127110)		
2 SAROFIM (FAYEZ) & CO	1,233,019	6.13
3 STATE STREET RESEARCH & MANAGEMENT CO*	1,040,585	5.17
4 MARSH & MCLENNAN COS INC<	703,680	3.49
PUTNAM MNGT/FUNDS-COMBINED (703680)		
5 BABSON (DAVID L) & CO INC*	543,283	2.70
6 NATIONAL CITY CORP	533,000	2.65
7 SCUDDER STEVENS & CLARK CO*	489,778	2.43
8 NEW JERSEY DIVISION OF INVESTMENTS	446,250J	2.21
9 MANUFACTURERS HANOVER CORP< (44582)	386,125	1.92
EDIE (LIONEL D) & CO INC (341543)		
10 CHEMICAL NEW YORK CORP	338,937	1.68
11 UNITED STATES FIDELITY & GUARANTY CO	290,431	1.44
U S FID & GUAR INSUR COS-COMBINED (290431)		
12 DONALDSON LUFKIN & JENRETTE INC<	283,676	1.41
13 NEW YORK STATE TEACHERS RETIR FUND	256,735	1.27
14 NEW YORK CITY COMPTROLLER'S OFFICE	251,055	1.24
15 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	230,325	1.14
AM INTERNL INSUR COS-COMBINED (230325)		
16 LEHMAN BROTHERS KUHN LOEB INC	220,000	1.09
LEHMAN MANAGEMENT CO INC* (220000)		
17 SELIGMAN (J & W) & CO+	219,200	1.09
SELIGMAN/FUNDS-COMBINED (219200)		
18 MUTUAL LIFE INSURANCE CO OF NY	216,835	1.07
19 AXE (E W) & CO INC*	210,399	1.04
AXE-HOUGHTON FUNDS-COMBINED (210399)		
20 SEARS ROEBUCK & CO	209,013	1.03
ALLSTATE INSUR COS/FDS-COMBINED (209013)		
21 WRIGHT INVESTORS' SERVICE	168,332	.83
22 SCHRODERS LTD< (ENGLAND)	163,549	.81
SCHRODER MNGR/FUNDS-COMBINED (163549)		
23 PRUDENTIAL INSURANCE CO OF AM	153,043	.76
PRUDENTIAL INSUR COS/FUNDS-COMB (153043)		
24 TEXAS COMMERCE BANCSHARES INC	150,994	.75
25 DODGE & COX INC*	134,619	.66
26 METROPOLITAN LIFE INSURANCE CO	128,353H	.63
27 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	116,500G	.57
28 WALL PATTERSON MCGREW & RICHARDS INC	107,157	.53
29 SAVINGS BANKS TRUST CO	107,142	.53
30 FIRST CITY BANCORP OF TEXAS INC	107,105	.53
31 PROVIDENT LIFE & ACCIDENT INSUR CO	90,880	.45
32 RICE UNIVERSITY	87,166	.43
33 WESTERN BANCORPORATION<	74,206	.36
34 DUPONT FAMILY INTERESTS	70,899	.35
WILMINGTON TRUST CO (70899)		
35 NEW ENGLAND MERCHANTS CO INC	67,912	.33
36 SIRACUSA, DANTE A#	66,870J	.33
37 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	64,905	.32
38 EMPLOYERS MUTAL LIABILITY INSUR CO-WISCONSIN	63,000	.31
39 DETROITBANK CORP	53,386	.26
40 BAKER FENTRESS & CO	52,500	.26
41 FIRST KENTUCKY NATL CORP	50,622	.25
42 ILLINOIS MUNICIPAL RETIREMENT FUND	48,000	.23
43 GIRARD CO	46,771	.23
44 ALLEN, HERBERT#	45,450J	.22
45 EXXON CORP	42,000	.20
46 COMMONWEALTH EDISON CO	41,320	.20
TOTALS	12,254,187	60.94%

TOP 5 CONTROL 26.70% OF STOCK TOP 15 CONTROL 44.14% OF STOCK
TOP 10 CONTROL 37.61% OF STOCK TOP 20 CONTROL 49.49% OF STOCK

BLACK & DECKER MFG

(SHARES O/S: 42,003,000)

Principal Stockholders	Shares	%
1 MANUFACTURERS HANOVER CORP< (183715)	1,369,354	3.26
EDIE (LIONEL D) & CO INC (1185639)		

BLACK & DECKER - CONTINUED

Principal Stockholders	Shares	%
2 NEW YORK STATE TEACHERS RETIR FUND	1,139,300	2.71
3 STRALEM & CO INC	986,600	2.34
4 LAZARD FRERES & CO	916,668	2.18
5 MELLON NATIONAL CORP	906,629	2.15
6 FIRST NATIONAL BOSTON CORP	733,225	1.74
7 CONTINENTAL CORP<	670,436	1.59
CONTINENTAL CORP/INSUR COS-COMB (670436)		
8 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	584,000	1.39
9 MERCANTILE BANKSHARES CORP<	547,958	1.30
10 MARYLAND NATIONAL CORP	513,841	1.22
11 DECKER, ALONZO G JR & ASSOCIATES=	512,794	1.22
12 PRUDENTIAL INSURANCE CO OF AM	504,300	1.20
PRUDENTIAL INSUR COS/FUNDS-COMB (504300)		
13 TEXAS TEACHERS RETIR SYSTEM	493,500	1.17
14 NEW YORK STATE COMMON RETIREMENT FUND	430,000H	1.02
15 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	424,000	1.00
16 SEARS ROEBUCK & CO	419,600	.99
ALLSTATE INSUR COS/FDS-COMBINED (419600)		
17 MCCULLOCH (ROBERT P) ESTATE	415,468	.98
18 U S TRUST CORP	395,531	.94
19 CITICORP<	394,975	.94
20 COLE YEAGER & WOOD INC	350,480	.83
21 UNITED STATES STEEL CORP	349,300	.83
US STEEL & CARNEGIE PENSION TR (349300)		
22 SHEARSON LOEB RHOADES INC<	328,222	.78
BOSTON CO INC (328222)		
23 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	320,300	.76
24 AETNA LIFE & CASUALTY CO	318,600	.75
AETNA INSUR COS/FDS-COMBINED (318600)		
25 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	302,900	.72
26 WISCONSIN INVESTMENT BOARD	279,900	.66
27 MASSACHUSETTS FINANCIAL SERVICES INC•	257,000	.61
28 ROYAL INSURANCE CO LTD (ENGLAND)	225,000	.53
ROYAL INSURS COS-COMBINED (225000)		
29 THORDIKE DORAN PAINE & LEWIS	205,400	.48
THORNDIKE-WELLINGTON FUNDS-COMB (205400)		
30 BANKERS TRUST NEW YORK CORP	192,542	.45
31 ROTHSCHILD (L F) UNTERBERG TOWBIN	190,000	.45
32 BLACK ROBERT D=	188,212	.44
33 STANDISH AYER & WOOD INC•	184,000	.43
34 WELLS FARGO & CO	175,603	.41
35 FIRST MARYLAND BANCORP	171,853	.40
36 NEW ENGLAND MUTUAL LIFE INSUR CO	163,699	.38
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (163699)		
37 PRINCETON UNIVERSITY	160,000F	.38
38 HARVARD UNIVERSITY	157,205	.37
39 BERNSTEIN (SANFORD C) & CO INC	155,100	.36
40 UNION NATIONAL BK OF PITTSBURGH	153,815	.36
41 HELLER (WALTER E) INTERNATIONAL CORP	151,000	.35
AMERICAN NATL BK & TR CO/CHICAGO (151000)		
42 GRUMMAN CORP	139,000J	.33
43 CHEMICAL NEW YORK CORP	137,915	.32
44 MCCOWAN ASSOCIATES INC	133,500	.31
45 CRUM & FORSTER<	123,400	.29
CRUM & FORSTER INSUR COS-COMBINED (123400)		
46 EATON & HOWARD VANCE SANDERS INC	120,620	.28
EATON & HOWARD VANCE/FDS-COMB (120620)		
47 HARRIS BANKCORP INC	114,000	.27
48 WRIGHT INVESTORS' SERVICE	113,495	.27
49 NORTHERN TRUST CORP	109,920	.26
50 BROWN BROS HARRIMAN & CO	105,200	.25
51 HARTFORD NATIONAL CORP	104,206	.24
52 OHIO CASUALTY CORP<	100,000	.23
OHIO CASUALTY INSUR COS-COMBINED (100000)		
53 WASHINGTON DEPT OF RETIREMENT SYSTEMS	99,520	.23
54 EXXON CORP	96,588	.22
55 AMERITRUST CO	93,781	.22
56 RIGGS NATIONAL BANK	93,562	.22
57 BEA ASSOCIATES INC	92,400	.21
58 FIRST NATIONAL CINCINNATI CORP	90,282	.21
59 MARYLAND STATE RETIREMENT SYSTEMS	90,000	.21
60 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	88,600H	.21
HARTFORD FIRE INSUR COS-COMBINED (88600)		
61 BANK OF NEW YORK CO INC	87,392	.20
62 LUCIER, FRANCIS P#	85,787	.20
TOTALS	19,557,478	46.56%

Principal Stockholders	Shares	%
BLACK & DECKER - CONTINUED		
TOP 5 CONTROL 12.66% OF STOCK TOP 15 CONTROL 25.55% OF STOCK		
TOP 10 CONTROL 19.92% OF STOCK TOP 20 CONTROL 30.25% OF STOCK		
BLUE BELL	(SHARES O/S 12,525,000)	
1 WACHOVIA CORP.	2,366,000	18.89
BLUE BELL SAVINGS, PROFIT SHARING & RETIREMENT PL-3243 PCTS (1249204)		
2 RICHARDSON, SID FAMILY INTERESTS	1,138,170	9.08
BASS BROTHERS ENTERPRISES (1138170)		
3 DELAWARE MANAGEMENT CO INC•	911,300	7.27
4 KEMPER FAMILY GROUP	367,300	2.93
KEMPER INSUR COS/FDS-COMBINED (367300)		
5 MORRIS, EDWIN A & ASSOCIATES=	306,464	2.44
6 THORDIKE DORAN PAINE & LEWIS	269,900	2.15
THORNDIKE-WELLINGTON FUNDS-COMB (269900)		
7 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	220,100	1.75
8 PACIFIC MANAGEMENT LTD	219,500	1.75
9 CAPITAL GROUP INC	200,500	1.60
CAPITAL GUARDIAN TRUST CO (200500)		
10 CONTINENTAL ILLINOIS CORP	193,375	1.54
11 ANDRECOM ADVISORS CORP	181,536	1.44
12 MORGAN (J P) & CO INC<	178,000	1.42
13 NLT CORP<	118,300H	.94
NLT INSURANCE COS-COMBINED (118300)		
14 CONTINENTAL GROUP INC<	105,000	.83
CONTINENTAL FINL SERVICES CO (105000)		
15 BATTERYMARCH FINANCIAL MNGT CORP	102,800	.82
16 WELLS FARGO & CO	83,100	.66
17 BANKERS TRUST NEW YORK CORP	80,350	.64
18 FIRST TENNESSEE NATIONAL CORP	74,600	.59
19 ROYAL TRUST CO (CANADA)	68,000	.54
ROYAL TRUST FDS-COMBINED (68000)		
20 LEMATTY, RODGER S=	67,735	.54
21 EVANS, WALTER FRANKLIN	64,900D	.51
22 DEERE & CO	58,500	.46
23 SHAWMUT CORP	57,000	.45
24 HELLER (WALTER E) INTERNATIONAL CORP	56,800	.45
AMERICAN NATL BK & TR CO/CHICAGO (56800)		
25 JEFFERSON-PILOT CORP<	56,600	.45
26 WRIGHT INVESTORS' SERVICE	49,900	.39
27 MANN, LOWELL K=	44,575	.35
28 NEW YORK CITY COMPTROLLER'S OFFICE	38,700	.30
29 DIXON, ERVIN G=	38,475H	.30
30 UNITED VIRGINIA BANKSHARES INC	36,500	.29
31 PROVIDENT NATIONAL CORP<	36,100	.28
32 CHEMICAL NEW YORK CORP	35,650	.28
33 MERRILL LYNCH & CO INC<	35,000	.27
MERRILL LYNCH ASSET MNGT CO INC• (35000)		
34 INA CORP<	34,900	.27
INA INSUR COS/FDS-COMBINED (34900)		
35 LUCAS, EDWIN F JR=	33,700	.26
36 FIRST KENTUCKY NATL CORP	33,100	.26
37 AETNA LIFE & CASUALTY CO	32,900H	.26
AETNA INSUR COS/FDS-COMBINED (32900)		
38 HUTTON (E F) GROUP INC	32,295J	.25
HUTTON (E F) & CO, NY (32295)		
39 FIRST UNION CORP	30,194	.24
40 N C N B CORP<	29,182	.23
41 HINES, ROBERT S#	28,000H	.22
42 EQUITABLE BANCORPORATION	27,800	.22
43 SAROFIM (FAYEZ) & CO	25,100	.20
44 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	25,000J	.19
TOTALS	8,192,901	65.41%
TOP 5 CONTROL 40.63% OF STOCK TOP 15 CONTROL 54.91% OF STOCK		
TOP 10 CONTROL 49.44% OF STOCK TOP 20 CONTROL 57.90% OF STOCK		
BOEING	(SHARES O/S: 96,245,000)	
1 CAPITAL GROUP INC	3,642,900	3.78
CAPITAL GUARDIAN TRUST CO (1550400)		
CAPITAL RES & MNGT/FUNDS-COMBINED (2092500)		
2 PRUDENTIAL INSURANCE CO OF AM	1,819,625	1.89
PRUDENTIAL INSUR COS/FUNDS-COMB (1819625)		

Principal Stockholders	Shares	%
BOEING - CONTINUED		
3 MANUFACTURERS HANOVER CORP< (460113) EDIE (LIONEL D) & CO INC (851375)	1,311,488	1.36
4 NATIONAL DETROIT CORP	1,013,763	1.05
5 KEMPER FAMILY GROUP KEMPER INSUR COS/FDS-COMBINED (1002750)	1,002,750	1.04
6 EQUITABLE LIFE ASSUR SOCIETY OF US	859,550	.89
7 DONALDSON LUFKIN & JENRETTE INC<	830,879	.86
8 CITICORP<	807,858	.83
9 NEW YORK STATE TEACHERS RETIR FUND	732,400	.76
10 MARSH & MCLENNAN COS INC< PUTNAM MNGT/FUNDS-COMBINED (697950)	697,950	.72
11 WESTERN BANCORPORATION<	686,409	.71
12 TRAVELERS CORP< TRAVELERS/KEYSTONE FUNDS-COMBINED (655480)	655,480	.68
13 MASSACHUSETTS FINANCIAL SERVICES INC*	650,000	.67
14 MARYLAND NATIONAL CORP REDWOOD CAPITAL MNGT INC (642076)	642,076	.66
15 THORDIKE DORAN PAINE & LEWIS THORNDIKE-WELLINGTON FUNDS-COMB (559734)	559,734	.58
16 FIRST CHICAGO CORP<	559,676	.58
17 ROSENBERG CAPITAL MANAGEMENT	547,250	.56
18 TRUST CO OF THE WEST T C W ASSET MANAGEMENT CO (476150)	476,150	.49
19 PROVIDENT NATIONAL CORP<	462,065	.48
20 MINNESOTA STATE BOARD OF INVESTMENT	450,000G	.46
21 WELLS FARGO & CO	440,239	.45
22 FMR CORP FIDELITY MNGT & RESEARCH CO* (421300)	421,300	.43
23 BANK OF NEW YORK CO INC	392,333	.40
24 BANKERS TRUST NEW YORK CORP	385,710	.40
25 NEW YORK CITY COMPTROLLER'S OFFICE	373,400	.38
26 CHEMICAL NEW YORK CORP	359,966	.37
27 HARRIS BANKCORP INC	345,000	.35
28 NEUBERGER & BERMAN+ NEUBERGER & BER MNGT/FDS-COMBINED (335357)	335,357	.34
29 HARVARD UNIVERSITY	332,155	.34
30 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (331531)	331,531	.34
31 PRINGLE FLINN ELVINS & DONAHUE INC	328,849	.34
32 WERTHEIM & CO INC	328,637	.34
33 FIRST INTERNATIONAL BANCSHARES INC	318,825	.33
34 JENNISON ASSOCIATES CAPITAL CORP	315,025	.32
35 OHIO STATE TEACHERS RETIR SYSTEM	312,900	.32
36 GEORGIA STATE RETIREMENT SYSTEM	300,000	.31
37 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	300,000	.31
38 TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (285000)	285,000	.29
39 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	281,250J	.29
40 STARR (C V)-AMERICAN INTERNATIONAL GROUP< AM INTERNL INSUR COS-COMBINED (260000)	260,000	.27
41 COLUMBIA MANAGEMENT CO*	258,600	.26
42 HONG KONG & SHANGHAI BANKING CORP MARINE MIDLAND BANKS INC (239767)	239,767	.24
43 WACHOVIA CORP	239,331	.24
44 BJURMAN (GEORGE D) & ASSOCIATES	229,525	.23
45 BATTERYMARCH FINANCIAL MNGT CORP	213,526	.22
46 NATIONAL AVIATION & TECHNOLOGY CORP	207,500	.21
47 GARDNER & PRESTON MOSS INC	206,886	.21
48 WASHINGTON DEPT OF RETIREMENT SYSTEMS	203,242	.21
49 NEW ENGLAND MUTUAL LIFE INSUR CO LOOMIS-SAYLES MNGR/FUNDS-COMBINED (201058)	201,058	.20
50 C M B INVESTMENT COUNSELORS	200,450	.20
51 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	199,875G	.20
52 ARIZONA STATE RETIREMENT SYSTEM	198,000J	.20
TOTALS	27,753,140	28.83%

TOP 5 CONTROL 9.13% OF STOCK TOP 15 CONTROL 16.53% OF STOCK
TOP 10 CONTROL 13.21% OF STOCK TOP 20 CONTROL 19.12% OF STOCK

BOISE CASCADE

(SHARES O/S: 26,598,000)

Principal Stockholders	Shares	%
1 SAROFIM (FAYEZ) & CO	1,742,071	6.54
2 BANKAMERICA CORP< BOISE CASCADE ESOP-5800 PCTS (100756) BOISE CASCADE INVEST SAV PL (430551)	1,199,284	4.50
BOISE CASCADE - CONTINUED		
3 PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (968300)	968,300	3.64
4 STATE FARM MUTL AUTOMOBILE INSUR CO STATE FARM INSUR COS-COMBINED (770100)	770,100H	2.89
5 CAPITAL GROUP INC CAPITAL GUARDIAN TRUST CO (370500) CAPITAL RES & MNGT/FUNDS-COMBINED (305000)	675,500	2.53
6 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND) BANK OF CALIFORNIA NA (399912)	399,912	1.50
7 CITICORP<	340,733	1.28
8 PRINGLE FLINN ELVINS & DONAHUE INC	321,141	1.20
9 PROVIDENT NATIONAL CORP<	274,700	1.03
10 LAZARD FRERES & CO	269,700	1.01
11 TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (262700)	262,700	.98
12 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	250,000	.93
13 DODGE & COX INC*	232,669	.87
14 SELIGMAN (J & W) & CO+ SELIGMAN/FUNDS-COMBINED (225000)	225,000	.84
15 MIDLAND BANK GROUP< (ENGLAND) CROCKER NATIONAL CORP (194005)	194,005	.72
16 PENN SQUARE MANAGEMENT CORP* PENN SQUARE MUTUAL FUND (183000)	183,000	.68
17 ADAMS EXPRESS CO	175,000	.65
18 ROBECO (HOLLAND)	150,000H	.56
19 WASHINGTON DEPT OF RETIREMENT SYSTEMS	137,600	.51
20 WELLS FARGO & CO	126,215	.47
21 BATTERYMARCH FINANCIAL MNGT CORP	115,094	.43
22 MASSACHUSETTS FINANCIAL SERVICES INC*	114,600	.43
23 FIRST BANK SYSTEM INC	112,538	.42
24 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	108,200G	.40
25 GENERAL ACCID FIRE & LIFE INSUR (ENG) GENERAL ACCID INSUR COS-COMBINED (103300)	103,300H	.38
26 ILLINOIS MUNICIPAL RETIREMENT FUND	100,000	.37
27 WILKINS & NANOVIC ASSOCIATES	100,000	.37
28 MARSH & MCLENNAN COS INC< PUTNAM MNGT/FUNDS-COMBINED (98138)	98,138	.36
29 FLORIDA STATE BOARD OF ADMINISTRATION	98,000	.36
30 BOATMENS BANKSHARES INC	97,448	.36
31 RICE UNIVERSITY	95,900	.36
32 BANKERS TRUST NEW YORK CORP	93,470	.35
33 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (86278)	86,278	.32
34 NORTHERN TRUST CORP	84,102	.31
35 NEW ENGLAND MUTUAL LIFE INSUR CO LOOMIS-SAYLES MNGR/FUNDS-COMBINED (83202)	83,202	.31
36 WESTERN BANCORPORATION<	77,457	.29
37 COLUMBIA MANAGEMENT CO*	77,100	.28
38 NEW YORK STATE COMMON RETIREMENT FUND	77,000H	.28
39 SMYTH, THEODORE H#	72,588J	.27
40 G S I INC PENMARK INVESTMENTS INC (70800)	70,800	.26
41 MOSER, STEPHEN B#	70,069E	.26
42 JOHN HANCOCK MUTUAL LIFE INSUR CO JOHN HANCOCK/FUNDS-COMBINED (63200)	63,200	.23
43 STATE STREET RESEARCH & MANAGEMENT CO*	61,000	.22
44 AMERICAN SECURITY CORP (D C)	57,048J	.21
45 TRUST CO OF THE WEST T C W ASSET MANAGEMENT CO (56600)	56,600	.21
46 MANUFACTURERS HANOVER CORP< EDIE (LIONEL D) & CO INC (56407)	56,407	.21
47 FERY, JOHN B#	55,106J	.20
48 FIENUP, WILBUR G#	52,604J	.19
49 NEW MEXICO STATE PERMANENT FUND	50,000J	.18
50 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	50,000	.18
TOTALS	11,334,879	42.61%

TOP 5 CONTROL 20.13% OF STOCK TOP 15 CONTROL 30.55% OF STOCK
TOP 10 CONTROL 26.17% OF STOCK TOP 20 CONTROL 33.45% OF STOCK

BORDEN

(SHARES O/S 31,119,000)

Principal Stockholders	Shares	%
1 TELEDYNE INC TELEDYNE INSUR COS-COMBINED (1447200)	1,447,200	4.65
2 BATTERYMARCH FINANCIAL MNGT CORP	1,440,200	4.62
3 NORTHWEST BANCORPORATION<	578,091	1.85

BORDEN - CONTINUED

Principal Stockholders	Shares	%
4 AMERITRUST CO	543,537	1.74
5 BEA ASSOCIATES INC	289,750	.93
6 CONTINENTAL CORP<	255,000	.81
CONTINENTAL CORP/INSUR COS-COMB (255000)		
7 SMOOT KNOCHE & CO	251,200	.80
8 CITY INVESTING CO<	220,000	.70
HOME INSUR GROUP-COMBINED (220000)		
9 JOHN HANCOCK MUTUAL LIFE INSUR CO	218,450	.70
JOHN HANCOCK/FUNDS-COMBINED (218450)		
10 SHUFRO ROSE & EHRMAN	204,350	.65
11 WESTERN BANCORPORATION<	194,209	.62
12 TORRAY, CLARK & CO INC	191,400	.61
13 WESTWATER, WILLIAM K & FAMILY ASSOCIATES=	185,888J	.59
14 UTAH STATE RETIREMENT FUND	180,000	.57
15 NATIONWIDE MUTUAL INSUR CO	170,000	.54
NATIONWIDE INSUR COS/FUNDS-COMB (170000)		
16 MANUFACTURERS HANOVER CORP<	163,464	.52
17 BOATMENS BANKSHARES INC	161,279	.51
18 NATIONAL LIFE INSURANCE CO	158,000	.50
NATL INSUR COS & SENTINEL FDS (158000)		
19 CHEMICAL NEW YORK CORP	153,706	.49
20 GREEN (DAVID J) & CO	151,400	.48
21 WELLS FARGO & CO	151,075	.48
22 RIGGS NATIONAL BANK	150,382	.48
23 PROVIDENT NATIONAL CORP<	149,183	.47
24 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	145,500G	.46
25 LIBERTY MUTUAL INSURANCE CO	144,700H	.46
26 UNITED VIRGINIA BANKSHARES INC	142,292	.45
27 MINNESOTA MUTUAL LIFE INSUR CO	142,000	.45
28 STATE NATIONAL CORP	140,588	.45
29 BANKERS TRUST NEW YORK CORP	129,785	.41
30 HELLER (WALTER E) INTERNATIONAL CORP	122,100	.39
AMERICAN NATL BK & TR CO/CHICAGO (122100)		
31 SAFECO CORP<	121,550	.39
SAFECO INSUR COS & FDS-COMBINED (121550)		
32 WASHINGTON DEPT OF RETIREMENT SYSTEMS	107,170	.34
33 NORTHERN TRUST CORP	105,004	.33
34 NATIONAL CITY CORP	105,000	.33
35 TEXAS PERMANENT SCHOOL FUND	100,000	.32
36 MELLON NATIONAL CORP	86,542	.27
37 MANNING & NAPIER ADVISORS INC	78,525	.25
38 ZURICH INSURANCE CO (SWITZERLAND)	74,600H	.23
39 FIFTH THIRD BANK	73,206	.23
40 BANK OF NEW YORK CO INC	71,376	.22
41 WASHINGTON NATIONAL CORP<	69,000H	.22
WASHINGTON NATIONAL INSUR CO (69000)		
42 WILLIAMS, LAWRENCE D & FAMILY	66,206E	.21
43 FIRST TENNESSEE NATIONAL CORP	64,059	.20
44 CITIZENS COMMERCIAL & SAVINGS BK	62,964J	.20
45 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	62,600	.20
TOTALS	9,822,531	31.56%

TOP 5 CONTROL 13.81% OF STOCK　TOP 15 CONTROL 20.46% OF STOCK
TOP 10 CONTROL 17.50% OF STOCK　TOP 20 CONTROL 22.99% OF STOCK

BORG-WARNER

(SHARES O/S: 20,740,000)

Principal Stockholders	Shares	%
1 NORTHERN TRUST CORP	2,158,806	10.40
BORG-WARNER INCENTIVE & INVESTMENT PLANS-6405 PCTS (1739857)		
2 BOSCH (ROBERT) GMBH (WEST GERMANY)	2,066,348	9.96
3 LORD ABBETT & CO*	781,200	3.76
4 OHIO STATE TEACHERS RETIR SYSTEM	661,600	3.18
5 ROCKEFELLER FAMILY INTERESTS	490,600	2.36
ROCKEFELLER UNIVERSITY (150000)		
ROCKEFELLER & CO INC (340600)		
6 BANKERS LIFE CO	305,500	1.47
7 MERCANTILE BANCORPORATION INC	180,942	.87
8 MASSACHUSETTS MUTUAL LIFE INSUR CO	153,700	.74
MASS MUTUAL INSUR CO/FUNDS-COMB (153700)		
9 BETHLEHEM STEEL CORP	149,700	.72
BETHLEHEM STEEL CORP PENSION PL (149700)		
10 EXTENDICARE LTD (CANADA)	140,000H	.67
CROWN LIFE INSURANCE CO (140000)		
11 ROULSTON & CO INC	135,775	.65
12 AMERITRUST CO	134,077	.64

BORG-WARNER - CONTINUED

Principal Stockholders	Shares	%
13 SAFECO CORP<	134,000	.64
SAFECO INSUR COS & FDS-COMBINED (134000)		
14 PITTSBURGH NATIONAL CORP	126,351	.60
15 FMR CORP	120,000	.57
FIDELITY MNGT & RESEARCH CO* (120000)		
16 MORGAN (J P) & CO INC<	119,000	.57
17 BERE, JAMES F#	117,262	.56
18 FIRST INTERNATIONAL BANCSHARES INC	116,212	.56
19 DELAWARE MANAGEMENT CO INC*	100,000	.48
20 NATIONAL LIFE INSURANCE CO	90,000	.43
NATL INSUR COS & SENTINEL FDS (90000)		
21 SMOOT KNOCHE & CO	87,400	.42
22 WELLS FARGO & CO	86,007	.41
23 SWISS REINSURANCE CO (SWITZERLAND)	86,000	.41
24 HELLER (WALTER E) INTERNATIONAL CORP	82,650	.39
AMERICAN NATL BK & TR CO/CHICAGO (82650)		
25 UTAH STATE RETIREMENT FUND	75,000	.36
26 GAVIN, JAMES J JR=	72,538	.34
27 FIFTH THIRD BANK	68,395	.32
28 BATTERYMARCH FINANCIAL MNGT CORP	60,800	.29
29 BANKERS TRUST NEW YORK CORP	57,990	.27
30 BASS, ROBERT O=	57,609	.27
31 FIRST UNION CORP	54,050	.26
32 CONTINENTAL ILLINOIS CORP	51,157	.24
33 HARRIS ASSOCIATES INC*	46,946	.22
34 VALLEY NATIONAL BANK OF ARIZONA	43,721	.21
35 PROVIDENT NATIONAL CORP<	43,340	.20
36 HARRIS BANKCORP INC	42,000	.20
TOTALS	9,296,676	44.82%

TOP 5 CONTROL 29.69% OF STOCK　TOP 15 CONTROL 37.31% OF STOCK
TOP 10 CONTROL 34.17% OF STOCK　TOP 20 CONTROL 39.92% OF STOCK

BRIGGS & STRATTON

(SHARES O/S 14,464,000)

Principal Stockholders	Shares	%
1 REGNER-STRATTON INTERESTS=	809,963	5.59
REGNER, LAWRENCE G (378905)		
STRATTON, FREDERICK P JR (431058)		
2 WISCONSIN INVESTMENT BOARD	419,600	2.90
3 FIRST WISCONSIN CORP	365,143	2.52
4 BATTERYMARCH FINANCIAL MNGT CORP	316,600	2.18
5 MASSACHUSETTS MUTUAL LIFE INSUR CO	307,400	2.12
MASS MUTUAL INSUR CO/FUNDS-COMB (307400)		
6 TIAA-CREF	300,000	2.07
COLLEGE RETIREMENT EQUITIES FUND (300000)		
7 COOKE & BIELER INC	263,500	1.82
8 BETHLEHEM STEEL CORP	245,200	1.69
BETHLEHEM STEEL CORP PENSION PL (245200)		
9 UNITED STATES STEEL CORP	225,100	1.55
US STEEL & CARNEGIE PENSION TR (225100)		
10 PIONEER GROUP INC	222,600	1.53
PIONEERING MNGT/FUNDS-COMB		
11 ANGELES CORP	202,000	1.39
FIRST PACIFIC ADVISORS INC* (202000)		
12 DUPONT FAMILY INTERESTS	189,050	1.30
WILMINGTON TRUST CO (189050)		
13 MARSHALL & ILSLEY CORP	156,326	1.08
14 TRAVELERS CORP<	152,800	1.05
TRAVELERS/KEYSTONE FUNDS-COMBINED (152800)		
15 THORDIKE DORAN PAINE & LEWIS	142,630	.98
THORNDIKE-WELLINGTON FUNDS-COMB (142630)		
16 BANKAMERICA CORP<	129,168	.89
17 MELLON NATIONAL CORP	108,744	.75
18 METROPOLITAN LIFE INSURANCE CO	101,700H	.70
19 EXTENDICARE LTD (CANADA)	100,000H	.69
CROWN LIFE INSURANCE CO (100000)		
20 SHAWMUT CORP	86,644	.59
21 CRUM & FORSTER<	78,500	.54
CRUM & FORSTER INSUR COS-COMBINED (78500)		
22 SCUDDER STEVENS & CLARK CO*	72,215	.49
23 AMERICAN FAMILY INSURANCE GROUP	69,400H	.47
24 OLD KENT FINANCIAL CORP	67,570	.46
25 CONTINENTAL ILLINOIS CORP	62,600	.43
26 MARINE CORP	62,176	.42
MARINE INVESTMENT MNGT INC (62176)		
27 MANUFACTURERS HANOVER CORP<	62,128	.42

BRIGGS & STRATTON - CONTINUED

Principal Stockholders	Shares	%
28 TRANSAMERICA CORP<	58.000	.40
TRANSAMERICA INSUR COS/FDS-COMB (58000)		
29 LYKES FAMILY INTERESTS	53.744	.37
FIRST NATIONAL BK IN PALM BEACH (53744)		
30 WELLS FARGO & CO	52.900	.36
31 DEERE & CO	52.500	.36
32 WRIGHT INVESTORS' SERVICE	51.100	.35
33 AETNA LIFE & CASUALTY CO	48.100H	.33
AETNA INSUR COS/FDS-COMBINED (48100)		
34 FIRST MANHATTAN CO	44.800	.30
35 LANDMARK BANKING CORP OF FLORIDA	41.400	.28
36 HELLER (WALTER E) INTERNATIONAL CORP	40.800	.28
AMERICAN NATL BK & TR CO/CHICAGO (40800)		
37 HARTFORD STEAM BOILER INSPECT & INSUR CO	40,700	.28
38 BEA ASSOCIATES INC	40,600	.28
39 SWISS REINSURANCE CO (SWITZERLAND)	40.000	.27
40 BANKERS TRUST NEW YORK CORP	36.000	.24
41 PEW FAMILY INTERESTS	35,600	.24
GLENMEDE TRUST CO (35600)		
42 FIRST & MERCHANTS CORP	34.670	.23
43 COLORADO NATIONAL BANKSHARES INC	32.900	.22
44 TRUST CO OF GEORGIA	29.378	.20
TOTALS	6.051,949	41.84%

TOP 5 CONTROL 15.33% OF STOCK TOP 15 CONTROL 29.85% OF STOCK
TOP 10 CONTROL 24.02% OF STOCK TOP 20 CONTROL 33.49% OF STOCK

BRISTOL-MYERS

(SHARES O/S 65.441.000)

Principal Stockholders	Shares	%
1 NATIONAL DETROIT CORP	1.418,386	2.16
2 FIFTH THIRD BANK	1,270.324	1.94
3 BANKERS TRUST NEW YORK CORP	974.411	1.48
BRISTOL-MYERS SAV PL/12025 PCTS (420860)		
4 KEMPER FAMILY GROUP	838,845	1.28
KEMPER INSUR COS/FDS-COMBINED (838845)		
5 GELB FAMILY INTERESTS=	826,112	1.26
CHARTER CORP (350000)		
GELB, RICHARD L (111112)		
GELB (LAWRENCE M) ESTATE (365000)		
6 HARRIS BANKCORP INC	796,000	1.21
7 PRUDENTIAL INSURANCE CO OF AM	794.400	1.21
PRUDENTIAL INSUR COS/FUNDS-COMB (794400)		
8 DUPONT FAMILY INTERESTS	790,000	1.20
DU PONT (E I) DE NEMOURS & CO INC (790000)		
9 SEARS ROEBUCK & CO	774.700	1.18
SEARS INVEST MNGT-PEN & SAVING PLS (332300)		
ALLSTATE INSUR COS/FDS-COMBINED (442400)		
10 BANKAMERICA CORP<	755.850	1.15
11 KIRBY FAMILY GROUP-ALLEGHANY CORP<	686.500	1.04
ALLEGHANY CORP (227500)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (459000)		
12 SELIGMAN (J & W) & CO+	652.500	.99
SELIGMAN/FUNDS-COMBINED (652500)		
13 FIRST NATIONAL BOSTON CORP	651,725	.99
14 CENTRAL BANCORP INC	628.473	.96
15 MORGAN (J P) & CO INC<	625.000	.95
16 MANUFACTURERS HANOVER CORP<	600,721	.91
EDIE (LIONEL D) & CO INC* (600721)		
17 WISCONSIN INVESTMENT BOARD	581,000	.88
18 CHEMICAL NEW YORK CORP	570,502	.87
19 MARSH & MCLENNAN COS INC<	548.300	.83
PUTNAM MNGT/FUNDS-COMBINED (548300)		
20 AMERITRUST CO	505.584	.77
21 ROWE PRICE (T) & ASSOCIATES INC*	488,009	.74
22 BETHLEHEM STEEL CORP	463.400	.70
BETHLEHEM STEEL CORP PENSION PL (463400)		
23 LAZARD FRERES & CO	462.382	.70
24 DODGE & COX INC*	459,847	.70
25 FIRST UNION BANCORP	454,079	.69
26 BANK OF NEW YORK CO INC	441,948	.67
27 MILLER ANDERSON & SHERRERD	393,980	.60
28 GEORGIA STATE RETIREMENT SYSTEM	392,000	.59
29 NEW YORK STATE TEACHERS RETIR FUND	390,600	.59
30 TIAA-CREF	385,000	.58
COLLEGE RETIREMENT EQUITIES FUND (385000)		

BRISTOL-MYERS - CONTINUED

Principal Stockholders	Shares	%
31 FIRST ATLANTA CORP	371,828	.56
32 GENERAL ELECTRIC CO	360.000	.55
GENERAL ELECTRIC PENSION TRUST (360000)		
33 PROVIDENT NATIONAL CORP<	342.820	.52
34 NEW YORK STATE COMMON RETIREMENT FUND	339.500H	.51
35 TEXAS PERMANENT SCHOOL FUND	329.500	.50
36 TEXAS TEACHERS RETIR SYSTEM	329.100	.50
37 BROWN BROS HARRIMAN & CO	319,650	.48
38 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	318,200	.48
39 ATLANTA CAPITOL CORP	299,900	.45
40 AETNA LIFE & CASUALTY CO	297,700H	.45
AETNA INSUR COS/FDS-COMBINED (297700)		
41 MARYLAND STATE RETIREMENT SYSTEMS	288,400	.44
42 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	275.000	.42
43 U S TRUST CORP	274.351	.41
44 CAPITAL GROUP INC	265,000	.40
CAPITAL RES & MNGT/FUNDS-COMBINED (265000)		
45 WELLS FARGO & CO	264,075	.40
46 UNITED STATES STEEL CORP	260,800	.39
US STEEL & CARNEGIE PENSION TR (260800)		
47 MIDLAND BANK GROUP< (ENGLAND)	257,046	.39
CROCKER NATIONAL CORP (257046)		
48 FORSTMANN-LEFF ASSOCIATES	256,000	.39
49 SCUDDER STEVENS & CLARK CO*	254.947	.38
50 WESBANCO INC	253.151	.38
51 NATIONAL CITY CORP	245,000	.37
52 NATIONWIDE MUTUAL INSUR CO	242.934H	.37
NATIONWIDE INSUR COS/FUNDS-COMB (242934)		
53 HONG KONG & SHANGHAI BANKING CORP	238.249	.36
MARINE MIDLAND BANKS INC (238249)		
54 FIRST OKLAHOMA BANCORP INC	238.200	.36
55 MASSACHUSETTS MUTUAL LIFE INSUR CO	233,100	.35
MASS MUTUAL INSUR CO/FUNDS-COMB (233100)		
56 HELLER (WALTER E) INTERNATIONAL CORP	225,298	.34
AMERICAN NATL BK & TR CO/CHICAGO (225298)		
57 UNITED STATES FIDELITY & GUARANTY CO	219.300	.33
U S FID & GUAR INSUR COS-COMBINED (219300)		
58 CONTINENTAL ILLINOIS CORP	217,323	.33
59 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	207,400H	.31
HARTFORD FIRE INSUR COS-COMBINED (207400)		
60 FMR CORP	204,400	.31
FIDELITY MNGT & RESEARCH CO* (204400)		
61 CAPITAL SUPERVISORS INC	203.500	.31
62 NEW YORK LIFE INSURANCE CO	189,600	.28
63 WRIGHT INVESTORS' SERVICE	189,116	.28
64 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	182,000	.27
65 LINCOLN FIRST BANKS INC	181,579	.27
66 FIRST NATIONAL CINCINNATI CORP	180,746	.27
67 FIRST INTERNATIONAL BANCSHARES INC	177,165	.27
68 STATE STREET RESEARCH & MANAGEMENT CO*	175,500	.25
69 TEXAS, UNIVERSITY OF	161,800	[illegible]
70 CITIZENS FIDELITY CORP	161,427	.24
71 AMERICAN EXPRESS CO<	160,451	.24
AMERICAN EXP INSUR COS-COMBINED (160451)		
72 SECURITY NEW YORK STATE CORP	159,288J	.24
73 SCHRODERS LTD< (ENGLAND)	158,436	.24
SCHRODER MNGR/FUNDS-COMBINED (158436)		
74 NEW ENGLAND MERCHANTS CO INC	155,880	.23
75 ROYAL INSURANCE CO LTD (ENGLAND)	152.000	.23
ROYAL INSURS COS-COMBINED (152000)		
76 CITICORP<	150,850	.23
77 FIRST KENTUCKY NATL CORP	149.708	.22
78 CBT CORP	146.703	.22
79 NORTHERN TRUST CORP	144,804	.22
80 HARTFORD NATIONAL CORP	143.083	.21
81 HOSPITAL TRUST CORP	142,190	.21
82 GARDNER & PRESTON MOSS INC	140,167	.21
83 AMERICAN SECURITY CORP (D C)	140,124J	.21
84 BANKERS LIFE CO	136,200	.20
85 UNION CARBIDE CORP	133.500	.20
TOTALS	31.864.567	48.69%

TOP 5 CONTROL 8.14% OF STOCK TOP 15 CONTROL 19.07% OF STOCK
TOP 10 CONTROL 14.11% OF STOCK TOP 20 CONTROL 23.36% OF STOCK

BROCKWAY GLASS

(SHARES O/S: 7,377,000)

	Principal Stockholders	Shares	%
1	TELEDYNE INC	2,340,600	31.72
	TELEDYNE INSUR COS-COMBINED (2340600)		
2	WARREN, ROBERT L JR & ASSOCIATES#	315,304J	4.27
3	THORDIKE DORAN PAINE & LEWIS	213,400	2.89
	THORNDIKE-WELLINGTON FUNDS-COMB (213400)		
4	SHEESLEY, DEVERE L & ASSOCIATES#	211,234J	2.86
5	CHEMICAL NEW YORK CORP	152,751	2.07
6	UNITED BANKS OF COLORADO INC	145,600	1.97
7	VILAS FISCHER ASSOCIATES LTD	88,100	1.19
8	SHUFRO ROSE & EHRMAN	87,075	1.18
9	BATTERYMARCH FINANCIAL MNGT CORP	83,700	1.13
10	LIBERTY NATIONAL CORP	83,000	1.12
	LIBERTY NATL BK & TR CO OF OAKL (83000)		
11	MELLON NATIONAL CORP	79,623	1.07
12	SAFECO CORP<	78,900H	1.06
	SAFECO INSUR COS & FDS-COMBINED (78900)		
13	NEUBERGER & BERMAN+	48,537	.65
	NEUBERGER & BER MNGT/FDS-COMBINED (48537)		
14	PROVIDENT NATIONAL CORP<	39,000	.52
	PROVIDENT INSTITUTIONAL MNGT CORP (39000)		
15	TISCH FAMILY GROUP	36,800	.49
	LOEWS CORP (36800)		
16	FIRST PENNSYLVANIA CORP	35,000	.47
17	CRAIG-HALLUM INC	26,000	.35
18	AMERICAN NATIONAL FINANCIAL CORP<	23,500	.31
	AMER NATL INSUR COS/FDS-COMBINED (23500)		
19	FIRST NATIONAL BANCORP INC	22,500	.30
20	MANUFACTURERS HANOVER CORP<	16,966	.22
21	HOLMQUIST, P STUART#	16,404J	.22
	TOTALS	4,143,994	56.17%

TOP 5 CONTROL 43.82% OF STOCK   TOP 15 CONTROL 54.27% OF STOCK
TOP 10 CONTROL 50.43% OF STOCK   TOP 20 CONTROL 55.95% OF STOCK

BROWN GROUP

(SHARES O/S: 7,289,000)

	Principal Stockholders	Shares	%
1	FIRST UNION BANCORP	552,536	7.58
2	MERCANTILE BANCORPORATION INC	353,721	4.85
	BROWN GROUP STOCK PURCHASE PL (120847)		
3	THORDIKE DORAN PAINE & LEWIS	272,100	3.73
	THORNDIKE-WELLINGTON FUNDS-COMB (272100)		
4	MILLER ANDERSON & SHERRERD	215,840	2.96
5	GAMBLE FAMILY INTERESTS#	160,892	2.20
	GAMBLE, CLARK R FAMILY & ASSOC (146133)		
	GAMBLE, J CARR JR (14759)		
6	FIRST NATIONAL BOSTON CORP	156,535	2.14
7	BOATMENS BANKSHARES INC	145,030	1.98
8	CONFEDERATION LIFE INSURANCE CO	138,030H	1.89
9	ROTHSCHILD (L F) UNTERBERG TOWBIN	105,000	1.44
10	CAPITAL GROUP INC	100,000	1.37
	CAPITAL RES & MNGT/FUNDS-COMBINED (100000)		
11	COLORADO NATIONAL BANKSHARES INC	62,350	.85
12	I N C O LTD (CANADA)	60,500	.83
	I N C O CAPITAL MANAGEMENT INC (60500)		
13	BULLOCK (CALVIN) LTD*	60,000	.82
14	SHOMAKER FAMILY INTERESTS	56,662	.77
	SHOMAKER, MONTE E (30000)		
	SHOMAKER, RICHARD W (26662)		
15	NATIONAL DETROIT CORP	51,056	.70
16	GRIFFIN, WILLIAM L H & FAMILY ASSOCIATES#	37,902	.51
17	JINKINS, LEE S & FAMILY#	36,714	.50
18	MERRILL LYNCH & CO INC<	35,000	.48
	MERRILL LYNCH ASSET MNGT CO INC* (35000)		
19	TAYLOR, JAMES C#	27,860D	.38
20	WELLS FARGO & CO	27,200	.37
21	INTER-REGIONAL FINANCIAL CORP	24,800	.34
	INVESTMENT ADVISERS INC (24800)		
22	STATE STREET BOSTON CORP	23,668	.32
23	WASHINGTON UNIVERSITY	23,190	.31
24	FIRST PENNSYLVANIA CORP	22,700	.31
25	AMERICAN SECURITY CORP (D C)	22,300J	.30
26	PECK, BEN#	20,896	.28
27	HELLER (WALTER E) INTERNATIONAL CORP	20,479	.28
	AMERICAN NATL BK & TR CO/CHICAGO (20479)		
28	FIRST NATIONAL LINCOLN CORP	18,525	.25
29	LINCOLN NATIONAL CORP<	17,950	.24
	LINCOLN NATL INSUR/FDS-COMBINED (17950)		
30	FIRST CHICAGO CORP<	15,800	.21
	TOTALS	2,865,236	39.30%

TOP 5 CONTROL 21.33% OF STOCK   TOP 15 CONTROL 34.16% OF STOCK
TOP 10 CONTROL 30.17% OF STOCK   TOP 20 CONTROL 36.42% OF STOCK

BRUNSWICK CORP

(SHARES O/S: 20,098,000)

	Principal Stockholders	Shares	%
1	GULF & WESTERN INDUSTRIES INC<	1,756,819	8.74
2	SHEARSON LOEB RHOADES INC<	1,207,900	6.01
	BOSTON CO INC (1007900)		
	BOSTON CO FUNDS-COMBINED (200000)		
3	FMR CORP	662,200	3.29
	FIDELITY MNGT & RESEARCH CO* (662200)		
4	BATTERYMARCH FINANCIAL MNGT CORP	548,500	2.72
5	I N C O LTD (CANADA)	390,300	1.94
	I N C O CAPITAL MANAGEMENT INC (390300)		
6	STRALEM & CO INC	367,200	1.82
7	WELLS FARGO & CO	160,700	.79
8	CONTROL DATA CORP	133,200H	.66
	COMMERCIAL CREDIT/INS COS-COMBINED (133200)		
9	BOATMENS BANKSHARES INC	117,537	.58
10	GENERAL ELECTRIC CO	109,777	.54
	ELFUN TRUSTS (109777)		
11	ROCKEFELLER FAMILY INTERESTS	79,500J	.39
	ROCKEFELLER FOUNDATION (79500)		
12	HELLER (WALTER E) INTERNATIONAL CORP	79,351	.39
	AMERICAN NATL BK & TR CO/CHICAGO (79351)		
13	CHEMICAL NEW YORK CORP	78,400	.39
14	TEMPLETON (JOHN M) FAMILY INTERESTS	75,000	.37
	TEMPLETON INVEST CNSL LTD* (CAN) (75000)		
15	WACHOVIA CORP	72,600	.36
16	DELAWARE MANAGEMENT CO INC*	70,000	.34
17	STONE, W CLEMENT FAMILY INTERESTS	70,000	.34
	COMBINED INSUR COS-COMBINED (70000)		
18	YALE UNIVERSITY	66,300F	.32
19	NEW YORK CITY COMPTROLLER'S OFFICE	65,500	.32
20	REICHERT, JACK FRANK#	64,751J	.32
21	WESTERN BANCORPORATION<	62,113	.30
22	SUN LIFE ASSURANCE CO OF CANADA	61,900	.30
23	NEUBERGER & BERMAN+	60,000	.29
	NEUBERGER & BER MNGT/FDS-COMBINED (60000)		
24	HUTTON (E F) GROUP INC	51,650J	.25
	HUTTON (E F) & CO, NY (51650)		
25	URBANEK, J F#	51,000	.25
26	OREGON PUBLIC EMPLOYEES RETIR SYSTEM	50,000	.24
27	HANIGAN,JOHN L#	45,001J	.22
28	ABERNATHY, K BROOKS#	45,000J	.22
	TOTALS	6,602,199	32.85%

TOP 5 CONTROL 22.71% OF STOCK   TOP 15 CONTROL 29.05% OF STOCK
TOP 10 CONTROL 27.13% OF STOCK   TOP 20 CONTROL 30.72% OF STOCK

BUCYRUS-ERIE

(SHARES O/S: 20,412,000)

	Principal Stockholders	Shares	%
1	PIONEER GROUP INC	982,400	4.81
	PIONEERING MNGT/FUNDS-COMB		
2	PRUDENTIAL INSURANCE CO OF AM	745,600	3.65
	PRUDENTIAL INSUR COS/FUNDS-COMB (745600)		
3	ROWE PRICE (T) & ASSOCIATES INC*	698,900	3.42
4	MORGAN (J P) & CO INC< (589000)	689,000	3.37
	MORGAN GUARANTY TRUST CO OF NY		
	MORGAN GUARANTY FUNDS-COMBINED (100000)		
5	LORD ABBETT & CO*	578,800	2.83
6	ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	578,150	2.83
	NEW COURT CAPITAL MNGT INC (578150)		
7	NEUBERGER & BERMAN+	538,500	2.63
	NEUBERGER & BER MNGT/FDS-COMBINED (538500)		
8	CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	382,000	1.87
9	WISCONSIN INVESTMENT BOARD	330,000	1.61
10	OPPENHEIMER HOLDINGS INC+	329,600	1.61
11	EAGLE MANAGEMENT & TRUST CO	316,600	1.55

BUCYRUS-ERIE - CONTINUED

Principal Stockholders	Shares	%
12 NEW JERSEY DIVISION OF INVESTMENTS	290,000J	1.42
13 CAPITAL SUPERVISORS INC	281,575	1.37
14 ALEXANDER & ALEXANDER SERVICES INC ALEXANDER & ALEXANDER SERVICES INC (257500)	257,500	1.26
15 TRANSAMERICA CORP< TRANSAMERICA INSUR COS/FDS-COMB (241000)	241,000	1.18
16 BANK OF NEW YORK CO INC	213,699	1.04
17 FORD FOUNDATION	210,000	1.02
18 LAZARD FRERES & CO	186,700	.91
19 FMR CORP FIDELITY MNGT & RESEARCH CO* (180000)	180,000	.88
20 GOLDMAN SACHS & CO	171,400J	.83
21 FIDUCIARY TRUST CO OF NEW YORK FIDUCIARY TRUST/FUNDS-COMBINED (165970)	165,970	.81
22 CHUBB CORP<	160,000	.78
23 STATE MTL LIFE ASSUR CO OF AMERICA STATE MTL LIFE INSUR/FDS-COMBINED (135000)	135,000	.66
24 KIRBY FAMILY GROUP-ALLEGHANY CORP< INVESTORS DIVERSIFIED SER INC* IDS FUNDS-COMBINED (125000)	125,000	.61
25 CITICORP<	121,974	.59
26 BOATMENS BANKSHARES INC	110,396	.54
27 MANUFACTURERS LIFE INSUR CO (CANADA)	104,000	.50
28 G S I INC PENMARK INVESTMENTS INC (103000)	103,000	.50
29 CONFEDERATION LIFE INSURANCE CO	101,700H	.49
30 ATLANTIC RICHFIELD CO	100,000	.48
31 OHIO STATE TEACHERS RETIR SYSTEM	97,600	.47
32 COLORADO NATIONAL BANKSHARES INC	95,550	.46
33 COMMONWEALTH EDISON CO	89,700	.43
34 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (89300)	89,300	.43
35 FORSTMANN-LEFF ASSOCIATES	88,500	.43
36 WELLS FARGO & CO	84,876	.41
37 CHEMICAL NEW YORK CORP	84,282	.41
38 FOURTH FINANCIAL CORP	83,850	.41
39 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	83,100G	.40
40 THORDIKE DORAN PAINE & LEWIS THORNDIKE-WELLINGTON FUNDS-COMB (70110)	70,110	.34
41 JOHN HANCOCK MUTUAL LIFE INSUR CO JOHN HANCOCK/FUNDS-COMBINED (70000)	70,000	.34
42 DRESDNER BANK (WEST GERMANY) DEUTSCHER INVEST TR-GESELLSCHAFT FUR WESTPA TRANSATLANTA (65000)	65,000H	.31
43 SHIELDS ASSET MANAGEMENT INC	64,750	.31
44 FIRST TENNESSEE NATIONAL CORP	61,986	.30
45 WRIGHT INVESTORS' SERVICE	61,900	.30
46 GIRARD CO	61,418	.30
47 NORTHERN TRUST CORP	60,826	.29
48 GENERAL ACCID FIRE & LIFE INSUR (ENG) GENERAL ACCID INSUR COS-COMBINED (60000)	60,000H	.29
49 BANKERS TRUST NEW YORK CORP	60,000	.29
50 FIRST CHICAGO CORP<	57,260	.28
51 HARVARD UNIVERSITY	55,840	.27
52 NEW YORK STATE COMMON RETIREMENT FUND	55,200H	.27
53 DETROIT RETIREMENT SYSTEM	55,000J	.26
54 DONALDSON LUFKIN & JENRETTE INC<	50,000	.24
55 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	48,700J	.23
56 NEW YORK CITY COMPTROLLER'S OFFICE	47,400	.23
57 ALLENDALE GROUP< ALLENDALE INSUR COS-COMBINED (45600)	45,600	.22
58 PROVIDENT NATIONAL CORP<	43,674	.21
59 NATIONALE NEDERLANDEN (HOLLAND) LIFE INSURANCE CO OF GEORGIA (43400)	43,400H	.21
60 ILLINOIS MUNICIPAL RETIREMENT FUND	43,200	.21
61 UTAH STATE RETIREMENT FUND	42,900	.21
62 STANDISH AYER & WOOD INC*	41,200	.20
TOTALS	11,490,586	56.29%

TOP 5 CONTROL 18.10% OF STOCK TOP 15 CONTROL 35.46% OF STOCK
TOP 10 CONTROL 28.67% OF STOCK TOP 20 CONTROL 40.17% OF STOCK

BURLINGTON INDUSTRIES

(SHARES O/S: 27,975,000)

Principal Stockholders	Shares	%
1 WACHOVIA CORP BURLINGTON IND PROFIT SHARING PLAN/12528 PCTS (3595662)	3,913,888	13.99
2 FIRST NATIONAL BOSTON CORP	1,534,750	5.48
3 BATTERYMARCH FINANCIAL MNGT CORP	938,400	3.35
4 DONALDSON LUFKIN & JENRETTE INC<	718,000	2.56
5 GULF & WESTERN INDUSTRIES INC<	710,000	2.53
6 CITICORP<	640,750	2.29
7 ALABAMA BANCORP	587,524	2.10
8 PIONEER GROUP INC PIONEERING MNGT/FUNDS-COMB	417,000	1.49
9 DELAWARE MANAGEMENT CO INC*	402,300	1.43
10 BANKERS TRUST NEW YORK CORP BURLINGTON IND ESOP-12000 PCTS (250000)	366,030	1.30
11 MORGAN (J P) & CO INC<	317,000	1.13
12 NORTHERN TRUST CORP	301,350	1.07
13 N C N B CORP<	280,603	1.00
14 SHEARSON LOEB RHOADES INC< BOSTON CO INC (239400)	239,400	.85
15 INA CORP< INA INSUR COS/FDS-COMBINED (229600)	229,600	.82
16 UNITED BANKS OF COLORADO INC	220,400	.78
17 NEW YORK CITY COMPTROLLER'S OFFICE	210,800	.75
18 GREEN (DAVID J) & CO	198,900	.71
19 MINNESOTA STATE BOARD OF INVESTMENT	191,300G	.68
20 TRUST CO OF THE WEST T C W ASSET MANAGEMENT CO (181400)	181,400	.64
21 NATIONAL LIFE INSURANCE CO NATL INSUR COS & SENTINEL FDS (171700)	171,700	.61
22 UNITED STATES STEEL CORP US STEEL & CARNEGIE PENSION TR (164000)	164,000	.58
23 BECK MACK & OLIVER	155,300	.55
24 CONTROL DATA CORP COMMERCIAL CREDIT/INS COS-COMBINED (147000)	147,000H	.52
25 JEFFERSON-PILOT CORP<	144,162	.51
26 FLORIDA STATE BOARD OF ADMINISTRATION	143,000	.51
27 JOHN HANCOCK MUTUAL LIFE INSUR CO JOHN HANCOCK/FUNDS-COMBINED (140000)	140,000	.50
28 U S TRUST CORP	135,900	.48
29 ARGUS RESEARCH CORP ARGUS INVESTORS COUNSEL INC (129800)	129,800	.46
30 FARMERS GROUP INC< FARMERS GROUP INSUR COS-COMBINED (128500)	128,500	.45
31 PROVIDENT NATIONAL CORP<	127,320	.45
32 CULLER, ROY B JR & FAMILY	126,150	.45
33 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (124838)	124,838	.44
34 WELLS FARGO & CO	122,180	.43
35 PENN SQUARE MANAGEMENT CORP* PENN SQUARE MUTUAL FUND (109000)	109,000	.38
36 HARRIS BANKCORP INC	108,000	.38
37 ROCKEFELLER FAMILY INTERESTS ROCKEFELLER & CO INC (100000)	100,000	.35
38 ROTHSCHILD (L F) UNTERBERG TOWBIN	100,000	.35
39 NEW ENGLAND MUTUAL LIFE INSUR CO LOOMIS-SAYLES MNGR/FUNDS-COMBINED (81750)	81,750	.29
40 WASHINGTON DEPT OF RETIREMENT SYSTEMS	80,200	.28
41 THORDIKE DORAN PAINE & LEWIS THORNDIKE-WELLINGTON FUNDS-COMB (78000)	78,000	.27
42 CHEMICAL NEW YORK CORP	72,100	.25
43 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	70,000	.25
44 EQUITABLE LIFE ASSUR SOCIETY OF US	70,000	.25
45 DREYFUS CORP*	60,000	.21
46 TISCH FAMILY GROUP CNA INSUR COS/FDS-COMBINED (60000)	60,000	.21
47 SUN LIFE ASSURANCE CO OF CANADA	57,000	.20
48 WESTERN BANCORPORATION<	56,532	.20
TOTALS	15,661,827	55.98%

TOP 5 CONTROL 27.93% OF STOCK TOP 15 CONTROL 41.45% OF STOCK
TOP 10 CONTROL 36.56% OF STOCK TOP 20 CONTROL 45.03% OF STOCK

BURROUGHS

(SHARES O/S: 41,073,000)

Principal Stockholders	Shares	%
1 PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (1331300)	1,331,300	3.24

Principal Stockholders	Shares	%
BURROUGHS - CONTINUED		
2 MANUFACTURERS HANOVER CORP< (453595)	1,283,639	3.12
EDIE (LIONEL D) & CO INC (830044)		
3 STATE STREET RESEARCH & MANAGEMENT CO*	1,243,152	3.02
4 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,175,100	2.86
5 CITICORP<	898,992	2.18
6 BABSON (DAVID L) & CO INC* (801485)	891,485	2.17
JONES & BABSON INC		
BABSON MNGR/FUNDS-COMBINED (90000)		
7 NEW YORK STATE TEACHERS RETIR FUND	786,800	1.91
8 ROWE PRICE (T) & ASSOCIATES INC*	732,365	1.78
9 MORGAN (J P) & CO INC<	675,000	1.64
10 OHIO STATE TEACHERS RETIR SYSTEM	608,700	1.48
11 SAROFIM (FAYEZ) & CO	606,760	1.47
12 **PIONEER GROUP INC**	583,700	1.42
PIONEERING MNGT/FUNDS-COMB		
13 TIAA-CREF	551,200	1.34
COLLEGE RETIREMENT EQUITIES FUND (551200)		
14 LORD ABBETT & CO*	537,200	1.30
15 WESTERN BANCORPORATION<	525,902	1.28
16 HARRIS BANKCORP INC	472,000	1.14
17 NEW YORK STATE COMMON RETIREMENT FUND	451,800H	1.09
18 ROCKEFELLER FAMILY INTERESTS	400,250	.97
ROCKEFELLER UNIVERSITY (120000)		
ROCKEFELLER & CO INC (280250)		
19 TEXAS TEACHERS RETIR SYSTEM	395,900	.96
20 MELLON NATIONAL CORP	347,950	.84
21 CONTINENTAL ILLINOIS CORP	318,859	.77
22 TEXAS PERMANENT SCHOOL FUND	306,400	.74
23 FORD FOUNDATION	296,000	.72
24 DONALDSON LUFKIN & JENRETTE INC<	286,200	.69
25 ROULSTON & CO INC	268,135	.65
26 EQUITABLE LIFE ASSUR SOCIETY OF US	254,400	.61
27 CHEMICAL NEW YORK CORP	229,254	.55
28 NEW YORK CITY COMPTROLLER'S OFFICE	224,200	.54
29 UNITED STATES STEEL CORP	218,042	.53
US STEEL & CARNEGIE PENSION TR (218042)		
30 GEORGIA STATE RETIREMENT SYSTEM	212,000	.51
31 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	209,900G	.51
32 NEW ENGLAND MUTUAL LIFE INSUR CO	208,096	.50
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (208096)		
33 LEHMAN BROTHERS KUHN LOEB INC	206,000	.50
LEHMAN MANAGEMENT CO INC* (206000)		
34 MINNESOTA STATE BOARD OF INVESTMENT	202,300G	.49
35 BJURMAN (GEORGE D) & ASSOCIATES	192,300	.46
36 WELLS FARGO & CO	190,387	.46
37 DETROITBANK CORP	185,342	.45
38 MARINE BANCORP INC	182,874	.44
39 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	182,000	.44
40 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	181,000	.44
41 MERCANTILE BANKSHARES CORP<	180,620	.43
42 ILLINOIS STATE TEACHERS RETIR SYSTEM	175,000J	.42
43 LIBERTY MUTUAL INSURANCE CO	169,200H	.41
44 PROVIDENT NATIONAL CORP<	159,265	.38
45 CENTRAN CORP	158,564	.38
46 UNITED STATES FIDELITY & GUARANTY CO	154,100	.37
U S FID & GUAR INSUR COS-COMBINED (154100)		
47 MERCANTILE BANCORPORATION INC	149,068	.36
48 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	147,000	.35
49 HELLER (WALTER E) INTERNATIONAL CORP	146,934	.35
AMERICAN NATL BK & TR CO/CHICAGO (146934)		
50 IRVING BANK CORP	142,526	.34
51 FIDUCIARY TRUST CO OF NEW YORK	137,881	.33
FIDUCIARY TRUST/FUNDS-COMBINED (137881)		
52 WERTHEIM & CO INC	137,550	.33
53 JOHN HANCOCK MUTUAL LIFE INSUR CO	135,600	.33
JOHN HANCOCK/FUNDS-COMBINED (135600)		
54 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	133,900	.32
55 MUTUAL LIFE INSURANCE CO OF NY	130,400	.31
56 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	128,000H	.31
HARTFORD FIRE INSUR COS-COMBINED (128000)		
57 AMERICAN EXPRESS CO<	127,100	.30
AMERICAN EXP INSUR COS-COMBINED (127100)		
58 FIRST UNION BANCORP	122,549	.29
59 BANKERS TRUST NEW YORK CORP	122,452	.29
60 NORTHERN TRUST CORP	112,661	.27
61 AMERITRUST CO	110,856	.26
62 BATTERYMARCH FINANCIAL MNGT CORP	108,700	.26
63 CITY INVESTING CO<	108,000	.26
HOME INSUR GROUP-COMBINED (108000)		
64 NEUBERGER & BERMAN+	107,586	.26
NEUBERGER & BER MNGT/FDS-COMBINED (107586)		
65 STRALEM & CO INC	106,700	.25
66 FIRST PENNSYLVANIA CORP	106,491	.25
67 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	105,500	.25
68 ROYAL INSURANCE CO LTD (ENGLAND)	101,200	.24
ROYAL INSURS COS-COMBINED (101200)		
69 SCUDDER STEVENS & CLARK CO*	100,463	.24
70 MARYLAND STATE RETIREMENT SYSTEMS	100,000	.24
71 FARMERS GROUP INC<	98,350	.23
FARMERS GROUP INSUR COS-COMBINED (98350)		
72 SHEARSON LOEB RHOADES INC<	98,200	.23
BERNSTEIN-MACAULEY INC (98200)		
73 METROPOLITAN LIFE INSURANCE CO	96,600H	.23
74 DETROIT RETIREMENT SYSTEM	91,000J	.22
75 FIRST INTERNATIONAL BANCSHARES INC	90,654	.22
76 BOATMENS BANKSHARES INC	89,847	.21
77 HARVARD UNIVERSITY	85,222	.20
78 U S TRUST CORP	83,684	.20
79 MIRABITO, PAUL S#	81,204	.19
TOTALS	23,793,511	57.92%

TOP 5 CONTROL 14.44% OF STOCK   TOP 15 CONTROL 30.26% OF STOCK
TOP 10 CONTROL 23.43% OF STOCK   TOP 20 CONTROL 35.30% OF STOCK

BUTLER MANUFACTURING

(SHARES O/S 5,647,000)

Principal Stockholders	Shares	%
1 FIRST NATIONAL CHARTER CORP	1,009,159	17.87
BUTLER MFG PROFIT SHARING STOCK		
PURCHASE PLAN/754 PCTS (899451)		
2 NORQUIST, ELLIOT & ASSOCIATES#	464,234J	8.22
3 COMMERCE BANCSHARES INC	182,436	3.23
4 BATTERYMARCH FINANCIAL MNGT CORP	139,200	2.46
5 MORGAN, JOHN A & ASSOCIATES#	92,038J	1.62
6 DILLON, GEORGE C & FAMILY#	86,110J	1.52
7 DETROITBANK CORP	66,974	1.18
8 JENSEN, WILLIAM J & FAMILY#	50,206J	.88
9 **PIONEER GROUP INC**	46,000	.81
PIONEERING MNGT/FUNDS-COMB		
10 WEST, ROBERT H & FAMILY#	40,475J	.71
11 U S TRUST CORP	31,000	.54
12 PRATT, DONALD H#	30,298J	.53
13 UNITED MISSOURI BANCSHARES INC	30,000	.53
14 ATKINSON, RUSSELL J	26,865D	.47
15 MERCANTILE BANCORPORATION INC	25,274	.44
16 OMUNDSON, ROY T#	22,200G	.39
17 JOHNSON, WALTER G#	20,454H	.36
18 POWELL, GEORGE E JR & AFFILIATES#	20,012J	.35
TOTALS	2,382,935	42.19%

TOP 5 CONTROL 33.41% OF STOCK   TOP 15 CONTROL 41.08% OF STOCK
TOP 10 CONTROL 38.54% OF STOCK   TOP 20 CONTROL 42.19% OF STOCK

CABOT CORP

(SHARES O/S 31,350,000)

Principal Stockholders	Shares	%
1 CABOT FAMILY INTERESTS#	14,500,000	46.25
BRADLEY, JOHN M (487203)		
CABOT, JOHN G (441069)		
CABOT, LOUIS W (547503)		
FAMILY TRUSTS (2699085)		
OTHER FAMILY MEMBERS (10325140)		
2 STATE STREET BOSTON CORP	2,146,210	6.84
CABOT ESOP & PROFIT SHARING & SAV PL FOR		
SAL EMPS/2222 PCTS (1491811)		
3 FIRST NATIONAL BOSTON CORP	1,813,115	5.78
4 FIDUCIARY TRUST CO (BOSTON)	1,662,035	5.30
5 MASSACHUSETTS INSTITUTE OF TECHNOLOGY	960,618D	3.06
6 GENERAL ELECTRIC CO	732,000	2.33
GENERAL ELECTRIC PENSION TRUST (732000)		
7 MARSH & MCLENNAN COS INC<	611,300	1.94
PUTNAM MNGT/FUNDS-COMBINED (611300)		

CABOT - CONTINUED

Principal Stockholders	Shares	%
8 FIRESTONE TIRE & RUBBER CO	610,500	1.94
FIRESTONE TIRE & RUBBER PEN FUND (610500)		
9 PIONEER GROUP INC	549,000	1.75
PIONEERING MNGT/FUNDS-COMB		
10 HARVARD UNIVERSITY	340,281	1.08
11 NEW ENGLAND MERCHANTS CO INC	266,124	.84
12 EQUITABLE LIFE ASSUR SOCIETY OF US	248,500	.79
13 CHARPIE, ROBERT A#	245,639	.78
14 SCHMEIDLER (A R) & CO INC	206,175	.65
15 AMERICAN GENERAL INSURANCE CO<	190,000	.60
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (190000)		
16 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	159,000	.50
NEW COURT CAPITAL MNGT INC (159000)		
17 LORING (AUGUSTUS P)	149,520	.47
18 MORGAN (J P) & CO INC<	143,000	.45
19 OMAHA NATIONAL CORP	120,452	.38
20 BERNHARD (ARNOLD) & CO INC*	114,000	.36
VALUE LINE MNGR/FUNDS-COMBINED (114000)		
21 ILLINOIS AGRICULTURAL ASSOCIATION	101,100H	.32
COUNTRY INSUR COS-COMBINED (101100)		
22 PROVIDENT NATIONAL CORP<	95,312	.30
PROVIDENT INSTITUTIONAL MNGT CORP (95312)		
23 MACKAY-SHIELDS FINANCIAL CORP	92,300	.29
24 PHIPPS FAMILY INTERESTS	82,023	.26
BESSEMER TRUST CO NA (82023)		
25 CITICORP<	72,000	.22
26 MANLY, WILLIAM D#	71,596	.22
27 COCO, SAMUEL B JR#	69,897	.22
28 AMERITRUST CO	69,100	.22
29 NEUBERGER & BERMAN*	67,000	.21
NEUBERGER & BER MNGT/FDS-COMBINED (67000)		
30 MANUFACTURERS HANOVER CORP<	65,300	.20
31 ANDREWS, JOHN#	63,777D	.20
32 UTAH STATE RETIREMENT FUND	60,000	.19
TOTALS	26,676,874	85.09%

TOP 5 CONTROL 67.24% OF STOCK   TOP 15 CONTROL 80.00% OF STOCK
TOP 10 CONTROL 76.31% OF STOCK   TOP 20 CONTROL 82.19% OF STOCK

CAMERON IRON WORKS

(SHARES O/S: 30,395,000)

Principal Stockholders	Shares	%
1 ABERCROMBIE FAMILY INTERESTS#	16,967,646	55.82
ABERCROMBIE, JOSEPHINE E (2542446)		
ABERCROMBIE (J S) SECURITIES (14412000)		
ELKINS, JAMES A (13200)		
2 MORGAN (J P) & CO INC<	1,133,000	3.72
3 MARSH & MCLENNAN COS INC<	631,400	2.07
PUTNAM MNGT/FUNDS-COMBINED (368900)		
EBERSTADT ASSET MNGT/FDS-COMBINED (261500)		
4 PRUDENTIAL INSURANCE CO OF AM	450,000	1.48
PRUDENTIAL INSUR COS/FUNDS-COMB (450000)		
5 BRYAN, ANTHONY J A	398,000	1.30
6 KEMPER FAMILY GROUP	386,600	1.27
KEMPER INSUR COS/FDS-COMBINED (386600)		
7 HARRIS BANKCORP INC	359,000	1.18
8 MANUFACTURERS HANOVER CORP<	330,000	1.08
9 SCHRODERS LTD< (ENGLAND)	327,300	1.07
SCHRODER MNGR/FUNDS-COMBINED (327300)		
10 RICE UNIVERSITY	304,659	1.00
11 ALLEN, HERBERT#	244,204	.80
12 CAMPBELL ADVISORS INC	232,800	.76
13 TEXAS COMMERCE BANCSHARES INC	197,500	.64
14 UNITED STATES STEEL CORP	195,000	.64
US STEEL & CARNEGIE PENSION TR (195000)		
15 CITICORP<	187,300	.61
16 WEISS PECK & GREER*	165,475	.54
17 ROCHESTER UNIVERSITY	151,000	.49
18 CENTURY CAPITAL ASSOCIATES	131,600	.43
19 DONALDSON LUFKIN & JENRETTE INC<	122,400	.40
20 LINCOLN FIRST BANKS INC	120,000	.39
21 TRUST CO OF THE WEST	99,100	.32
T C W ASSET MANAGEMENT CO (99100)		
22 EQUITABLE LIFE ASSUR SOCIETY OF US	94,100	.30
23 CBI INDUSTRIES INC	90,000	.29
24 COLE YEAGER & WOOD INC	79,250	.26

CAMERON IRON WORKS - CONTINUED

Principal Stockholders	Shares	%
25 IRVING BANK CORP	73,950	.24
26 HONG KONG & SHANGHAI BANKING CORP	69,692	.22
MARINE MIDLAND BANKS INC (69692)		
27 SAVE & PROSPER GROUP LTD (ENGLAND)	66,600	.21
SAVE & PROSPER FDS-COMBINED (66600)		
28 FIRST CITY BANCORP OF TEXAS INC	24,200J	.07
CAMERON IRON WORKS ESOP (24200)		
TOTALS	23,631,776	77.74%

TOP 5 CONTROL 64.41% OF STOCK   TOP 15 CONTROL 73.51% OF STOCK
TOP 10 CONTROL 70.03% OF STOCK   TOP 20 CONTROL 75.78% OF STOCK

CAMPBELL SOUP

(SHARES O/S: 32,967,000)

Principal Stockholders	Shares	%
1 DORRANCE FAMILY INTERESTS#	18,825,804	57.10
DORRANCE, DR JOHN T ESTATE (10151581)		
DORRANCE, JOHN T JR (18960)		
HAMILTON, MARIE DORRANCE HILL (2286490)		
VAN BEUREN, HOPE HILL & FAMILY (2357462)		
MURPHY, W B & FAMILY (47029)		
STRAWBRIDGE, GEORGE (1930133)		
WEBER, JOHN C & ASSOC (2034149)		
2 PROVIDENT NATIONAL CORP<	1,376,163	4.17
3 FIDELCOR INC	1,066,169	3.23
CAMPBELL SOUP EMP SAVINGS & STOCK BONUS PLAN/13427 PCTS (1066169)		
4 GIRARD CO	766,864J	2.32
5 VLASIC, ROBERT J#	498,604J	1.51
VLASIC FOUNDATION (12150)		
VLASIC & CO (486454)		
6 MANUFACTURERS HANOVER CORP<	456,500	1.38
EDIE (LIONEL D) & CO INC (456500)		
7 NEW YORK STATE TEACHERS RETIR FUND	450,500	1.36
8 PHILADELPHIA NATIONAL CORP	348,117J	1.05
9 FIRST MANHATTAN CO	209,935	.63
10 AMERITRUST CO	189,359	.57
11 GEICO CORP	172,300	.52
12 YOUNG MENS CHRISTIAN ASSOC RETIR FUND	130,200	.39
13 BATTERYMARCH FINANCIAL MNGT CORP	127,100	.38
14 WELLS FARGO & CO	121,300	.36
15 LAZARD FRERES & CO	106,600	.32
16 HELLER (WALTER E) INTERNATIONAL CORP	105,600	.32
AMERICAN NATL BK & TR CO/CHICAGO (105600)		
17 NATIONAL SECURITIES & RESEARCH CORP*	101,500	.30
18 ARGUS RESEARCH CORP	91,000	.27
ARGUS INVESTORS COUNSEL INC (91000)		
19 FMR CORP	79,300	.24
FMR/FUNDS-COMBINED (79300)		
20 FIRST NATIONAL OF NEBRASKA INC	71,064	.21
21 BANKERS TRUST NEW YORK CORP	69,230	.20
22 DUBIN, ALBERT FAMILY & ASSOCIATES	68,193F	.20
23 BRUNDAGE STORY & ROSE	68,120	.20
TOTALS	25,499,522	77.34%

TOP 5 CONTROL 68.35% OF STOCK   TOP 15 CONTROL 75.36% OF STOCK
TOP 10 CONTROL 73.37% OF STOCK   TOP 20 CONTROL 76.72% OF STOCK

CAMPBELL TAGGART

(SHARES O/S: 11,088,000)

Principal Stockholders	Shares	%
1 MADSEN, I A#	649,575J	5.85
2 BEA ASSOCIATES INC	438,500	3.95
3 CUELLAR, FRANK & FAMILY	435,440Y	3.92
4 UNITED STATES STEEL CORP	378,000	3.40
US STEEL & CARNEGIE PENSION TR (378000)		
5 METROPOLITAN LIFE INSURANCE CO	280,500H	2.52
6 CHEMICAL NEW YORK CORP	233,800	2.10
7 GHRIST, M W FAMILY & ASSOCIATES#	222,981J	2.01
8 EAGLE MANAGEMENT & TRUST CO	220,070	1.98
9 FIRST INTERNATIONAL BANCSHARES INC	207,296	1.86
10 NEW YORK LIFE INSURANCE CO	147,800	1.33
11 PITTSBURGH NATIONAL CORP	126,952	1.14
12 FIRST MANHATTAN CO	108,237	.97
13 MEAD, BILL D#	81,572J	.73
14 INDIANA NATIONAL CORP	72,836	.65

Principal Stockholders	Shares	%
CAMPBELL TAGGART - CONTINUED		
15 UTAH STATE RETIREMENT FUND	72,100	.65
16 WESTERN BANCORPORATION<	66,774	.60
17 UNION BANK OF SWITZERLAND	65,000H	.58
INTRAG* (65000)		
18 FIRST NATIONAL CHARTER CORP	63,805	.57
19 NEW YORK STATE COMMON RETIREMENT FUND	57,000H	.51
20 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	51,000	.45
BANK OF CALIFORNIA NA (51000)		
21 WINTERTHUR SWISS INSUR CO (SWITZERLAND)	50,000H	.45
22 WASHINGTON DEPT OF RETIREMENT SYSTEMS	47,500	.42
23 CAPITAL CONSULTANTS INC	45,680	.41
24 SCHRODERS LTD< (ENGLAND)	45,000	.40
SCHRODER MNGR/FUNDS-COMBINED (45000)		
25 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	45,000	.40
26 WRIGHT INVESTORS' SERVICE	44,900	.40
27 GRIZZARD, ROBERT & FAMILY	41,410J	.37
28 COLORADO NATIONAL BANKSHARES INC	39,750	.35
29 COMMERCE BANCSHARES INC	39,212	.35
30 KILPATRICK, HAROLD W	38,012G	.34
31 FIRST OKLAHOMA BANCORP INC	37,760	.34
32 CHUDNOVSKY, SAMUEL#	37,220C	.33
33 LANE, C B#	36,348J	.32
34 MERCANTILE BANCORPORATION INC	23,000	.20
TOTALS	4,550,030	41.03%

TOP 5 CONTROL 19.67% OF STOCK TOP 15 CONTROL 33.14% OF STOCK
TOP 10 CONTROL 28.98% OF STOCK TOP 20 CONTROL 35.88% OF STOCK

CANNON MILLS

(SHARES O/S: 9,381,000)

Principal Stockholders	Shares	%
1 CANNON FAMILY INTERESTS#	4,650,860J	49.57
CANNON, WILLIAM C (848364)		
CANNON, CHARLES A CHARITABLE TR (1246620)		
CANNON FAMILY TRUSTS (971912)		
CANNON, J HARRIS (31350)		
CANNON FOUNDATION (802883)		
CARARRUS BANK & TRUST (526502)		
HAYES, ROBERT G (212064)		
BATTE, GEORGE A (11165)		
2 MURDOCK, DAVID H FAMILY INTERESTS	473,690J	5.04
PACIFIC HOLDING CORP (473690)		
3 MILLER ANDERSON & SHERRERD	154,000	1.64
4 WACHOVIA CORP	81,295	.86
5 REICH & TANG INC	65,480	.69
6 N C N B CORP<	46,734	.49
7 FIRST PENNSYLVANIA CORP	34,950	.37
8 FIDELCOR INC	26,967	.28
9 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	22,451	.23
10 MORGAN STANLEY & CO INC	21,300	.22
TOTALS	5,577,727	59.45%

TOP 5 CONTROL 57.83% OF STOCK TOP 15 CONTROL 59.45% OF STOCK
TOP 10 CONTROL 59.45% OF STOCK TOP 20 CONTROL 59.45% OF STOCK

CAPITAL CITIES COMMUNICATIONS

(SHARES O/S: 13,383,000)

Principal Stockholders	Shares	%
1 MARSH & MCLENNAN COS INC<	841,500	6.28
PUTNAM MNGT/FUNDS-COMBINED (841500)		
2 CAPITAL GROUP INC	793,800	5.93
CAPITAL GUARDIAN TRUST CO (273800)		
CAPITAL RES & MNGT/FUNDS-COMBINED (520000)		
3 MACKAY-SHIELDS FINANCIAL CORP	492,250	3.67
4 ROSENBERG CAPITAL MANAGEMENT	449,520	3.35
5 MORGAN (J P) & CO INC<	427,000	3.19
6 STEIN ROE & FARNHAM*	330,279	2.46
7 CITICORP<	274,240	2.04
8 KIRBY FAMILY GROUP-ALLEGHANY CORP<	230,000	1.71
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (230000)		
9 BANK OF NEW YORK CO INC	218,479	1.63
10 MURPHY, THOMAS S & FAMILY#	211,265	1.57
11 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	185,000	1.38
AM INTERNL INSUR COS-COMBINED (185000)		
12 STATE STREET RESEARCH & MANAGEMENT CO*	181,400	1.35
CAPITAL CITIES COMMUNICATIONS - CONTINUED		
13 LASDON, WILLIAM S#	175,400	1.31
14 GENERAL AMERICAN INVESTORS CO INC	171,900	1.28
15 RUANE CUNNIFF & CO INC	170,700	1.27
16 TIAA-CREF	158,000	1.18
COLLEGE RETIREMENT EQUITIES FUND (158000)		
17 NEW AMERICA FUND INC	147,261	1.10
18 PRUDENTIAL INSURANCE CO OF AM	146,000	1.09
PRUDENTIAL INSUR COS/FUNDS-COMB (146000)		
19 AXE (E W) & CO INC*	138,800	1.03
AXE-HOUGHTON FUNDS-COMBINED (138800)		
20 FIDUCIARY TRUST CO OF NEW YORK	132,190	.98
FIDUCIARY TRUST/FUNDS-COMBINED (132190)		
21 CHEMICAL NEW YORK CORP	131,800	.98
22 WESTERN BANCORPORATION<	131,100	.97
23 GENERAL ELECTRIC CO	130,000	.97
ELFUN TRUSTS (30000)		
GENERAL ELECTRIC PENSION TRUST (100000)		
24 MELLON NATIONAL CORP	123,400	.92
25 IRVING BANK CORP	117,600	.87
26 NEW YORK CITY COMPTROLLER'S OFFICE	114,200	.85
27 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	114,000	.85
28 CHESWICK MCRAE & GILLESPIE INC	110,704	.82
29 SELIGMAN (J & W) & CO*	106,415	.79
SELIGMAN/FUNDS-COMBINED (106415)		
30 FLETCHER, J FLOYD#	105,608E	.78
31 DONALDSON LUFKIN & JENRETTE INC<	101,692	.75
32 FORD FOUNDATION	100,000	.74
33 STATE FARM MUTL AUTOMOBILE INSUR CO	96,000H	.71
STATE FARM INSUR COS-COMBINED (96000)		
34 DICKLER, GERALD & FAMILY#	95,160	.71
35 THORDIKE DORAN PAINE & LEWIS	92,190	.68
THORNDIKE-WELLINGTON FUNDS-COMB (92190)		
36 KEMPER FAMILY GROUP	88,000	.65
KEMPER INSUR COS/FDS-COMBINED (88000)		
37 FIRST MANHATTAN CO	86,500	.64
38 BURKE, DANIEL B & FAMILY#	86,430	.64
39 BEA ASSOCIATES INC	81,000	.60
40 INA CORP<	80,856	.60
INA INSUR COS/FDS-COMBINED (80856)		
41 ATLANTA CAPITOL CORP	80,850	.60
42 CASEY, WILLIAM J & FAMILY#	73,040J	.54
43 COLUMBIA MANAGEMENT CO*	70,600	.52
44 SCUDDER STEVENS & CLARK CO*	67,800	.50
45 MINNESOTA MUTUAL LIFE INSUR CO	67,600	.50
46 DOUGHERTY, JOSEPH P#	63,233	.47
47 THOMAS, LOWELL J#	61,492	.45
48 BANKERS TRUST NEW YORK CORP	60,015	.44
49 FAIRCHILD, JOHN E & FAMILY#	58,403	.43
50 WELLS FARGO & CO	53,900	.40
51 FIRST PENNSYLVANIA CORP	51,200	.38
52 FIRST WISCONSIN CORP	50,400	.37
53 RCS MANAGEMENT CO	50,000	.37
54 HARVARD UNIVERSITY	47,811	.35
55 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	47,600H	.35
HARTFORD FIRE INSUR COS-COMBINED (47600)		
56 CONNECTICUT STATE TRUST FUND	46,000J	.34
57 CONNECTICUT GENERAL INSURANCE CORP	46,000	.34
CONN GENL INSUR COS/FDS-COMBINED (46000)		
58 HELLER (WALTER E) INTERNATIONAL CORP	42,590	.31
AMERICAN NATL BK & TR CO/CHICAGO (42590)		
59 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	41,670	.31
BANK OF CALIFORNIA NA (41670)		
60 PRINCETON UNIVERSITY	37,800F	.28
61 U S TRUST CORP	36,150	.27
62 WEISS PECK & GREER*	35,000	.26
63 OPPENHEIMER HOLDINGS INC*	33,500	.25
64 FIRST CHICAGO CORP<	33,400	.24
65 SBHU HOLDINGS INC	31,500	.23
66 SAIS, JOHN B#	31,050	.23
67 RAINIER BANCORPORATION	30,500	.22
68 WINTERS NATIONAL CORP	30,000	.22
69 CUMBERLAND ASSOCIATES	30,000	.22
70 ATLANTA CAPITAL MNGT CORP	29,860	.22
71 MCCOWAN ASSOCIATES INC	28,700	.21
TOTALS	9,435,303	70.50%

CAPITAL CITIES COMMUNICATIONS - CONTINUED

TOP 5 CONTROL 22.44% OF STOCK TOP 15 CONTROL 38.50% OF STOCK
TOP 10 CONTROL 31.89% OF STOCK TOP 20 CONTROL 43.89% OF STOCK

CARNATION

(SHARES O/S 37,319,000)

	Principal Stockholders	Shares	%
1	STUART, ELBRIDGE H-OLSON, H E FAM INTERESTS=	17,164,166J	45.99
2	BATTERYMARCH FINANCIAL MNGT CORP	1,162,400	3.11
3	FIRST CHICAGO CORP<	1,147,005	3.07
4	TELEDYNE INC	1,138,400	3.05
	TELEDYNE INSUR COS-COMBINED (1138400)		
5	HARTFORD NATIONAL CORP	658,776	1.76
6	CITICORP<	633,210	1.69
7	LAZARD FRERES & CO	464,800	1.24
8	STRALEM & CO INC	455,500	1.22
9	MELLON NATIONAL CORP	449,140	1.20
10	PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	340,000	.91
11	SECURITY PACIFIC CORP<	263,475	.70
12	NEW YORK LIFE INSURANCE CO	259,000	.69
13	LIBERTY MUTUAL INSURANCE CO	250,500H	.67
14	GEICO CORP	220,000	.58
15	HARVARD UNIVERSITY	205,271	.55
16	CITY INVESTING CO<	191,700	.51
	HOME INSUR GROUP-COMBINED (191700)		
17	BANKERS TRUST NEW YORK CORP	180,149	.48
18	AMERICAN EXPRESS CO<	167,002	.44
	AMERICAN EXP INSUR COS-COMBINED (167002)		
19	HARRIS BANKCORP INC	159,000	.42
20	HONG KONG & SHANGHAI BANKING CORP	150,636	.40
	MARINE MIDLAND BANKS INC (150636)		
21	WELLS FARGO & CO	146,325	.39
22	PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	145,500	.38
23	HELLER (WALTER E) INTERNATIONAL CORP	134,161	.35
	AMERICAN NATL BK & TR CO/CHICAGO (134161)		
24	JOHN HANCOCK MUTUAL LIFE INSUR CO	131,700	.35
	JOHN HANCOCK/FUNDS-COMBINED (131700)		
25	WESTERN BANCORPORATION<	128,824	.34
26	SEAFIRST CORP	114,520	.30
27	LUCAS, ANN	113,132	.30
28	MERCANTILE BANCORPORATION INC	106,626	.28
29	FIRST WISCONSIN CORP	106,506	.28
30	MIDLANTIC BANKS INC	99,270	.26
31	AETNA LIFE & CASUALTY CO	91,790H	.24
	AETNA INSUR COS/FDS-COMBINED (91790)		
32	CHASE MANHATTAN CORP	87,700	.23
33	FIDUCIARY TRUST CO OF NEW YORK	87,443	.23
	FIDUCIARY TRUST/FUNDS-COMBINED (87443)		
	TOTALS	27,153,627	72.76%

TOP 5 CONTROL 56.99% OF STOCK TOP 15 CONTROL 66.48% OF STOCK
TOP 10 CONTROL 63.27% OF STOCK TOP 20 CONTROL 68.75% OF STOCK

CARPENTER TECHNOLOGY

(SHARES O/S 8,574,000)

	Principal Stockholders	Shares	%
1	BRUNDAGE STORY & ROSE	410,500	4.78
2	MORGAN (J P) & CO INC<	327,000	3.81
3	TRANSAMERICA CORP<	246,300	2.87
	TRANSAMERICA INSUR COS/FDS-COMB (246300)		
4	GIRARD CO	132,039	1.53
5	CONTINENTAL GROUP INC<	128,000	1.49
	CONTINENTAL FINL SERVICES CO (128000)		
6	TEXAS PERMANENT SCHOOL FUND	123,200	1.43
7	OPPENHEIMER HOLDINGS INC+ (93400)	113,400	1.32
	OPPENHEIMER FUNDS-COMBINED (20000)		
8	SCUDDER STEVENS & CLARK CO*	112,910	1.31
9	MC MORGAN & CO	111,200	1.29
10	DETROITBANK CORP	110,675	1.29
11	VIRGINIA NATIONAL BANKSHARES INC	100,279	1.16
12	CHEMICAL NEW YORK CORP	90,630	1.05
13	COLORADO NATIONAL BANKSHARES INC	90,018	1.04
14	DELAWARE MANAGEMENT CO INC*	84,200	.98
15	NEW YORK CITY COMPTROLLER'S OFFICE	77,300	.90
16	GUARDIAN LIFE INSUR CO OF AMERICA	77,000H	.89
17	AMERICAN BANK & TRUST CO OF PENNSYLVANIA	69,735	.81
18	GULF & WESTERN INDUSTRIES INC<	67,800	.79
19	PROVIDENT NATIONAL CORP<	67,724	.78

CARPENTER TECHNOLOGY - CONTINUED

	Principal Stockholders	Shares	%
20	LINCOLN FIRST BANKS INC	67,224	.78
21	MANUFACTURERS HANOVER CORP<	56,912	.66
22	WALKER, HARRY W=	56,740	.66
23	PENN MUTUAL LIFE INSURANCE CO	55,500	.64
24	WACHOVIA CORP	51,153	.59
25	TEXAS AMERICAN BANCSHARES INC	45,000	.52
26	MGIC INVESTMENT CORP<	43,400H	.50
27	UNITED STATES FIDELITY & GUARANTY CO	38,600	.45
	U S FID & GUAR INSUR COS-COMBINED (38600)		
28	STATE STREET BOSTON CORP	38,066	.44
29	WRIGHT INVESTORS' SERVICE	36,800	.42
30	PEW FAMILY INTERESTS	36,700	.42
31	BEAVER, HOWARD O=	31,320	.36
32	EQUITABLE LIFE ASSUR SOCIETY OF US	30,000	.34
33	PESCATELLO, MICHAEL & CO INC	30,000	.34
34	FIRST PENNSYLVANIA CORP	29,406	.34
35	DARTMOUTH COLLEGE	25,000J	.29
36	WINTERS NATIONAL CORP	23,600	.27
37	COLUMBIA UNIVERSITY	22,600	.26
38	U S TRUST CORP	22,325	.26
39	ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	21,755	.25
	BANK OF CALIFORNIA NA (21755)		
40	DEERE & CO	21,400	.24
41	BARCLAYS BANK LTD (ENGLAND)	21,000	.24
42	TOUCHE REMNANT & CO	20,000	.23
43	DIXON, WILLARD W=	18,730	.21
44	ROEDEL, PAUL R=	18,632	.21
45	HONG KONG & SHANGHAI BANKING CORP	17,784	.20
	MARINE MIDLAND BANKS INC (17784)		
	TOTALS	3,419,557	39.88%

TOP 5 CONTROL 14.50% OF STOCK TOP 15 CONTROL 26.33% OF STOCK
TOP 10 CONTROL 21.17% OF STOCK TOP 20 CONTROL 30.40% OF STOCK

CATERPILLAR TRACTOR

(SHARES O/S 86,415,000)

	Principal Stockholders	Shares	%
1	FIRST CHICAGO CORP<	6,545,257	7.57
	CATERPILLAR TRACTOR EMPLOYEE INVESTMENT PL-19120 PCTS (6074783)		
2	MANUFACTURERS HANOVER CORP< (739935)	2,064,411	2.38
	EDIE (LIONEL D) & CO INC (1324476)		
3	TIAA-CREF	1,827,800	2.11
	COLLEGE RETIREMENT EQUITIES FUND (1827800)		
4	ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1,475,527	1.70
	BANK OF CALIFORNIA NA (1475527)		
5	ROWE PRICE (T) & ASSOCIATES INC*	1,421,154	1.64
6	CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,391,439	1.61
7	MORGAN (J P) & CO INC<	1,375,700	1.59
8	WELLS FARGO & CO	1,278,457	1.47
9	MELLON NATIONAL CORP	1,230,491	1.42
10	CITICORP<	1,194,280	1.38
11	NATIONAL DETROIT CORP	1,158,449	1.34
12	CONTINENTAL CORP<	1,040,100	1.20
	CONTINENTAL CORP/INSUR COS-COMB (1040100)		
13	GENERAL ELECTRIC CO	952,400	1.10
	GENERAL ELECTRIC PENSION TRUST (952400)		
14	NEW YORK STATE TEACHERS RETIR FUND	922,850	1.06
15	EQUITABLE LIFE ASSUR SOCIETY OF US	902,350	1.04
16	BANKAMERICA CORP<	840,007	.97
17	FIRST NATIONAL BOSTON CORP	826,680	.95
18	LORD ABBETT & CO*	788,525	.91
19	CALIFORNIA, UNIVERSITY OF	785,804	.90
20	CAPITAL GROUP INC	785,300	.90
	CAPITAL GUARDIAN TRUST CO (785300)		
21	STATE FARM MUTL AUTOMOBILE INSUR CO	770,750H	89
	STATE FARM INSUR COS-COMBINED (770750)		
22	BATTERYMARCH FINANCIAL MNGT CORP	701,200	.81
23	NORTHERN TRUST CORP	692,255	.80
24	FIRST UNION BANCORP	659,737	.76
25	BANK OF NEW YORK CO INC	595,096	.68
26	BABSON (DAVID L) & CO INC*	588,176	.68
27	BROWN BROS HARRIMAN & CO	538,838	.62
28	UNITED STATES STEEL CORP	515,750	.59
	US STEEL & CARNEGIE PENSION TR (515750)		
29	NEW ENGLAND MERCHANTS CO INC	482,479	.55
30	DONALDSON LUFKIN & JENRETTE INC<	481,790	.55

CATERPILLAR TRACTOR - CONTINUED

Principal Stockholders	Shares	%
31 WESTERN BANCORPORATION<	471,681	.54
32 MIDLAND BANK GROUP< (ENGLAND)	469,855	.54
CROCKER NATIONAL CORP (469855)		
33 TEXAS PERMANENT SCHOOL FUND	463,300	.53
34 CHASE MANHATTAN CORP	453,340	.52
35 U S TRUST CORP	438,974	.50
36 DODGE & COX INC*	423,864	.49
37 TEXAS TEACHERS RETIR SYSTEM	419,100	.48
38 WISCONSIN INVESTMENT BOARD	410,200	.47
39 BANKERS TRUST NEW YORK CORP	397,790	.46
40 NATIONAL CITY CORP	395,000	.45
41 NEW YORK STATE COMMON RETIREMENT FUND	385,000H	.44
42 LAZARD FRERES & CO	379,852	.43
43 NEW JERSEY DIVISION OF INVESTMENTS	335,000J	.38
44 PIONEER GROUP INC	325,050	.37
PIONEERING MNGT/FUNDS-COMB		
45 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	308,450	.35
46 DUPONT FAMILY INTERESTS	305,008	.35
WILMINGTON TRUST CO (305008)		
47 NATIONWIDE MUTUAL INSUR CO	302,000H	.34
NATIONWIDE INSUR COS/FUNDS-COMB (302000)		
48 HELLER (WALTER E) INTERNATIONAL CORP	295,399	.34
AMERICAN NATL BK & TR CO/CHICAGO (295399)		
49 PROVIDENT NATIONAL CORP<	294,624	.34
50 CHEMICAL NEW YORK CORP	289,789	.33
51 DETROITBANK CORP	269,142	.31
52 BETHLEHEM STEEL CORP	263,350	.30
BETHLEHEM STEEL CORP PENSION PL (263350)		
53 METROPOLITAN LIFE INSURANCE CO	260,450H	.30
54 NEW YORK CITY COMPTROLLER'S OFFICE	259,150	.29
55 ROCKEFELLER FAMILY INTERESTS	253,855	.29
ROCKEFELLER & CO INC (253855)		
56 SCUDDER STEVENS & CLARK CO*	252,053	.29
57 PRUDENTIAL INSURANCE CO OF AM	251,400	.29
PRUDENTIAL INSUR COS/FUNDS-COMB (251400)		
58 GEORGIA STATE RETIREMENT SYSTEM	239,000	.27
59 SHEARSON LOEB RHOADES INC<	234,043	.27
BOSTON CO INC (234043)		
60 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	223,900	.25
61 CONTINENTAL ILLINOIS CORP	223,181	.25
62 COMMERCIAL NATIONAL CORP	216,570	.25
63 FIDUCIARY TRUST CO OF NEW YORK	209,186	.24
FIDUCIARY TRUST/FUNDS-COMBINED (209186)		
64 SECURITY PACIFIC CORP<	207,685	.24
65 FIDELCOR INC	206,915	.23
66 MINNESOTA STATE BOARD OF INVESTMENT	197,500G	.22
67 PRINGLE FLINN ELVINS & DONAHUE INC	188,874	.21
68 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	187,800H	.21
HARTFORD FIRE INSUR COS-COMBINED (187800)		
69 STATE STREET BOSTON CORP	186,124	.21
70 FIRST BANK SYSTEM INC	178,995	.20
71 CHARTER CO<	173,210	.20
FOUNDERS MNGR/FUNDS-COMBINED (173210)		
72 ILLINOIS STATE TEACHERS RETIR SYSTEM	165,000J	.19
TOTALS	47,243,711	54.67%

TOP 5 CONTROL 15.43% OF STOCK TOP 15 CONTROL 28.67% OF STOCK
TOP 10 CONTROL 22.91% OF STOCK TOP 20 CONTROL 33.33% OF STOCK

CBI INDUSTRIES

(SHARES O/S 18,201,000)

Principal Stockholders	Shares	%
1 HORTON FAMILY INTERESTS#	1,103,578	6.06
HORTON, JOHN T & FAMILY ASSOC (1103578)		
2 TREES, GEORGE S & FAMILY#	1,028,922	5.65
3 KIRBY FAMILY GROUP-ALLEGHANY CORP<	576,200	3.16
ALLEGHANY CORP (117500)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (458700)		
4 HARRIS BANKCORP INC	483,000	2.65
5 HONG KONG & SHANGHAI BANKING CORP	351,226	1.92
MARINE MIDLAND BANKS INC (351226)		
6 CONTINENTAL ILLINOIS CORP	343,468	1.88
7 STATE FARM MUTL AUTOMOBILE INSUR CO	306,400H	1.68
STATE FARM INSUR COS-COMBINED (306400)		
8 NORTHERN TRUST CORP	279,479	1.53

CBI INDUSTRIES - CONTINUED

Principal Stockholders	Shares	%
9 MIDLAND BANK GROUP< (ENGLAND)	278,316	1.52
CROCKER NATIONAL CORP (278316)		
10 CITICORP<	241,560	1.32
11 OHIO STATE TEACHERS RETIR SYSTEM	233,600	1.28
12 CBI INDUSTRIES INC	222,104	1.22
CBI PENSION TRUST (222104)		
13 ROBECO (HOLLAND)	200,000H	1.09
14 SEARS ROEBUCK & CO	195,000	1.07
SEARS INVEST MNGT-PEN & SAVING PLS (195000)		
15 METROPOLITAN LIFE INSURANCE CO	176,000H	.96
16 NEW JERSEY DIVISION OF INVESTMENTS	170,000J	.93
17 STEIN ROE & FARNHAM*	159,641	.87
18 MITCHELL, MARVIN G & FAMILY#	149,159	.81
19 CHASE MANHATTAN CORP	142,000	.78
20 CHEMICAL NEW YORK CORP	119,810	.65
21 KEMPER FAMILY GROUP	119,400	.65
KEMPER INSUR COS/FDS-COMBINED (119400)		
22 FREEMAN, WILLIAM M & FAMILY#	116,903	.64
23 MANUFACTURERS HANOVER CORP<	114,500	.62
24 NEUBERGER & BERMAN+	110,500	.60
NEUBERGER & BER MNGT/FDS-COMBINED (110500)		
25 DREYFUS CORP*	104,800	.57
26 ROSENBERG CAPITAL MANAGEMENT	98,200	.53
27 MERCANTILE TEXAS CORP	97,800	.53
28 WELCH & FORBES INC	93,380	.51
29 PITTSBURGH NATIONAL CORP	75,850	.41
30 MORGAN (J P) & CO INC<	75,000	.41
31 WARBURG (E M) PINCUS & CO INC	66,600	.36
EMW COUNSELLORS INC (66600)		
32 FIRST SENECA BANK & TRUST CO	62,142	.34
33 EATON & HOWARD VANCE SANDERS INC	59,934	.32
EATON & HOWARD VANCE/FDS-COMB (59934)		
34 TRW INC	53,800	.29
TRW INVESTMENT MANAGEMENT (53800)		
35 LANGE, KENNETH W & FAMILY#	53,390D	.29
36 POGUE, WILLIAM A & FAMILY#	48,814	.26
37 WOOTEN,CECIL A & FAMILY#	40,625	.22
38 ALABAMA BANCORP	38,838	.21
39 MOORE,,BUELL V & FAMILY#	38,732	.21
40 WESTERN BANCORPORATION<	37,480	.20
41 HARRIS, LUCIAN J#	29,192	.16
TOTALS	8,295,343	45.57%

TOP 5 CONTROL 19.46% OF STOCK TOP 15 CONTROL 33.06% OF STOCK
TOP 10 CONTROL 27.42% OF STOCK TOP 20 CONTROL 37.13% OF STOCK

CBS

(SHARES O/S 27,815,000)

Principal Stockholders	Shares	%
1 PALEY, WILLIAM S & ASSOCIATES#	1,971,286J	7.08
2 STATE STREET RESEARCH & MANAGEMENT CO*	1,495,937	5.37
3 PRUDENTIAL INSURANCE CO OF AM	1,366,300	4.91
PRUDENTIAL INSUR COS/FUNDS-COMB (1366300)		
4 BATTERYMARCH FINANCIAL MNGT CORP	1,061,600	3.81
5 BANK OF NEW YORK CO INC	829,820	2.98
CBS EMP INVEST FUND (486555)		
6 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	775,000	2.78
7 BANKAMERICA CORP<	683,707	2.45
8 DELAWARE MANAGEMENT CO INC*	677,700	2.43
9 TIAA-CREF	584,700	2.10
COLLEGE RETIREMENT EQUITIES FUND (584700)		
10 TRAVELERS CORP<	553,130	1.98
TRAVELERS/KEYSTONE FUNDS-COMBINED (553130)		
11 BANKERS TRUST NEW YORK CORP	482,699	1.73
12 EQUITABLE LIFE ASSUR SOCIETY OF US	359,000	1.29
13 CHASE MANHATTAN CORP	334,097	1.20
14 NATIONWIDE MUTUAL INSUR CO	297,000H	1.06
NATIONWIDE INSUR COS/FUNDS-COMB (297000)		
15 STANTON, FRANK	273,898H	.98
16 PROVIDENT NATIONAL CORP<	247,040	.88
17 NATIONAL CITY CORP	231,000	.83
18 MARYLAND NATIONAL CORP	213,476	.76
REDWOOD CAPITAL MNGT INC (213476)		
19 GENERAL ELECTRIC CO	209,300	.75
GENERAL ELECTRIC PENSION TRUST (209300)		
20 FORD FOUNDATION	204,900	.73
21 MORGAN (J P) & CO INC<	190,000	.68

CBS - CONTINUED

Principal Stockholders	Shares	%
22 WISCONSIN INVESTMENT BOARD	189,100	.67
23 NEUBERGER & BERMAN+	188,541	.67
NEUBERGER & BER MNGT/FDS-COMBINED (188541)		
24 STEIN ROE & FARNHAM*	182,458	.65
25 GIRARD CO	178,304	.64
26 VAUGHAN NELSON & HARGROVE INC	173,180	.62
27 TEXAS TEACHERS RETIR SYSTEM	173,000	.62
28 WELLS FARGO & CO	169,498	.60
29 MARYLAND STATE RETIREMENT SYSTEMS	165,000	.59
30 FIDELCOR INC	156,327	.56
31 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	155,000	.55
32 JOHN HANCOCK MUTUAL LIFE INSUR CO	145,800	.52
JOHN HANCOCK/FUNDS-COMBINED (145800)		
33 WRIGHT INVESTORS' SERVICE	145,051	.52
34 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	143,700G	.51
35 WILMINGTON CAPITAL MNGT	142,825	.51
36 CITICORP<	126,513	.45
37 ANDRECOM ADVISORS CORP	126,410	.45
38 ILLINOIS STATE TEACHERS RETIR SYSTEM	120,500J	.43
39 CONTINENTAL ILLINOIS CORP	119,165	.42
40 MUTUAL LIFE INSURANCE CO OF NY	117,100	.42
41 MERCANTILE TEXAS CORP	116,802	.41
42 HELLER (WALTER E) INTERNATIONAL CORP	115,846	.41
AMERICAN NATL BK & TR CO/CHICAGO (115846)		
43 MASSACHUSETTS MUTUAL LIFE INSUR CO	115,500	.41
MASS MUTUAL INSUR CO/FUNDS-COMB (115500)		
44 INVESCO CAPITAL MNGT INC	114,100	.41
45 CRUM & FORSTER<	110,450	.39
CRUM & FORSTER INSUR COS-COMBINED (110450)		
46 CITY INVESTING CO<	105,000	.37
HOME INSUR GROUP-COMBINED (105000)		
47 MARINE BANCORP INC	104,713	.37
48 I N C O LTD (CANADA)	103,300	.37
I N C O CAPITAL MANAGEMENT INC (103300)		
49 DREYFUS CORP*	100,000	.35
50 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	100,000	.35
51 NEW YORK STATE COMMON RETIREMENT FUND	100,000H	.35
52 FIRST MANHATTAN CO	98,710	.35
53 EXXON CORP	96,000	.34
54 BERNSTEIN (SANFORD C) & CO INC	83,390	.29
55 TEXAS STATE EMPLOYEES RETIREMENT SYSTEM	80,400	.28
56 ALEXANDER & ALEXANDER SERVICES INC	78,150	.28
ALEXANDER & ALEXANDER SERVICES INC (78150)		
57 FIRST AMERICAN BANK CORP	76,262	.27
58 AMERICAN EXPRESS CO<	75,000	.26
AMERICAN EXP INSUR COS-COMBINED (75000)		
59 CONFEDERATION LIFE INSURANCE CO	73,134H	.26
60 ROYAL INSURANCE CO LTD (ENGLAND)	71,500	.25
ROYAL INSURS COS-COMBINED (71500)		
61 FIRST UNION BANCORP	70,409	.25
62 ST PAUL COMPANIES INC<	70,000	.25
ST PAUL INSUR COS/FDS-COMBINED (70000)		
63 CENTRAL BANCORP INC	69,609	.25
64 FLORIDA STATE BOARD OF ADMINISTRATION	68,000	.24
65 WESTERN BANCORPORATION<	67,231	.24
66 DETROIT RETIREMENT SYSTEM	67,000J	.24
67 CONTINENTAL CORP<	62,000	.22
CONTINENTAL CORP/INSUR COS-COMB (62000)		
68 STEINHARDT BERKOWITZ	61,900	.22
69 TEXAS AMERICAN BANCSHARES INC	61,288	.22
70 ILLINOIS MUNICIPAL RETIREMENT FUND	60,000	.21
71 SCUDDER STEVENS & CLARK CO*	59,108	.21
TOTALS	18,593,864	66.84%

TOP 5 CONTROL 24.17% OF STOCK   TOP 15 CONTROL 42.22% OF STOCK
TOP 10 CONTROL 35.94% OF STOCK   TOP 20 CONTROL 46.20% OF STOCK

CECO CORP

(SHARES O/S. 3,309,000)

Principal Stockholders	Shares	%
1 DAVIDSON-MEYER-O'NEAL INTERESTS#	728,440J	22.01
DAVIDSON, MRS JOSEPH L (189504)		
MEYER, MARY L (287273)		
O'NEAL, MARY E (174719)		
GUSTAFSON, ELMER T (27000)		
MEYER-CECO FOUNDATION (49914)		
2 HARRIS ASSOCIATES INC*	89,843	2.71

CECO - CONTINUED

Principal Stockholders	Shares	%
3 OCHILTREE FAMILY INTERESTS#	72,572J	2.19
OCHILTREE, NED A JR (37876)		
OCHILTREE, DAVID W (34696)		
4 THREADGILL FAMILY INTERESTS#	65,944J	1.99
THREADGILL, WILLIAM J (1000)		
MITCHELL, C LIONEL ESTATE (64944)		
5 JESSEN, HOWARD E#	62,092J	1.87
6 OMAHA NATIONAL CORP	38,532	1.16
7 NEUBERGER & BERMAN+	26,400	.79
NEUBERGER & BER MNGT/FDS-COMBINED (26400)		
8 ALABAMA BANCORP	25,945	.78
9 BATTERYMARCH FINANCIAL MNGT CORP	24,700	.74
10 FIRST CHICAGO CORP<	23,740	.71
11 WESTERN BANCORPORATION<	10,800	.32
12 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	10,600	.32
13 LINCOLN NATIONAL CORP<	9,800	.29
LINCOLN NATL INSUR/FDS-COMBINED (9800)		
14 DAVENPORT, JOHN D#	9,776E	.29
15 WASHINGTON UNIVERSITY	8,984	.27
16 NATIONALE NEDERLANDEN (HOLLAND)	7,300H	.22
MIDWESTERN UNITED LIFE INSUR CO (7300)		
TOTALS	1,215,468	36.73%

TOP 5 CONTROL 30.79% OF STOCK   TOP 15 CONTROL 36.51% OF STOCK
TOP 10 CONTROL 35.00% OF STOCK   TOP 20 CONTROL 36.73% OF STOCK

CELANESE

(SHARES O/S 14,418,000)

Principal Stockholders	Shares	%
1 BANKERS TRUST NEW YORK CORP	3,010,007	20.87
CELANESE STOCK BONUS & INVESTMENT PLAN TRUST-6892 PCTS (2852161)		
2 CAPITAL GROUP INC	1,383,500	9.59
CAPITAL GUARDIAN TRUST CO (721000)		
CAPITAL RES & MNGT/FUNDS-COMBINED (662500)		
3 EATON & HOWARD VANCE SANDERS INC	1,000,000	6.93
EATON & HOWARD VANCE/FDS-COMB (1000000)		
4 DUPONT FAMILY INTERESTS	633,000	4.39
DU PONT (E I) DE NEMOURS & CO INC (633000)		
5 DELAWARE MANAGEMENT CO INC*	553,900	3.84
6 MORGAN (J P) & CO INC< (361000)	396,000	2.74
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (35000)		
7 DREYFUS CORP*	300,000	2.08
8 NEUBERGER & BERMAN+	282,720	1.96
NEUBERGER & BER MNGT/FDS-COMBINED (282720)		
9 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	266 900	1.85
10 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	250,000J	1.73
11 CONTINENTAL INVESTMENT CORP<	235,000	1.62
WADDELL & REED FDS-COMBINED (235000)		
12 MASSACHUSETTS FINANCIAL SERVICES INC*	235,000	1.62
13 MANNING & NAPIER ADVISORS INC	212,000	1.47
14 FMR CORP	209,400	1.45
FIDELITY MNGT & RESEARCH CO* (209400)		
15 UNITED STATES STEEL CORP	113,800	.78
US STEEL & CARNEGIE PENSION TR (113800)		
16 STANFORD UNIVERSITY	107,400G	.74
17 MACKENZIE FINANCIAL CORP (CANADA)	101,900	.70
MUTUAL FUNDS-COMBINED (101900)		
18 THORDIKE DORAN PAINE & LEWIS	82,500	.57
THORNDIKE-WELLINGTON FUNDS-COMB (82500)		
19 WELLS FARGO & CO	77,753	.53
20 PRINCETON UNIVERSITY	75,000F	.52
21 PROVIDENT NATIONAL CORP<	68,571	.47
22 MARSH & MCLENNAN COS INC<	66,804	.46
PUTNAM MNGT/FUNDS-COMBINED (66804)		
23 KEMPER FAMILY GROUP	63,300	.43
KEMPER INSUR COS/FDS-COMBINED (63300)		
24 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	62,300G	.43
25 PHIPPS FAMILY INTERESTS	61,100	.42
BESSEMER TRUST CO NA (61100)		
26 FORSTMANN-LEFF ASSOCIATES	48,600	.33
27 GLICKENHAUS & CO	48,500	.33
28 BROOKS, JOHN W & FAMILY#	48,309J	.33
29 HELLER (WALTER E) INTERNATIONAL CORP	46,396	.32
AMERICAN NATL BK & TR CO/CHICAGO (46396)		
30 CONNECTICUT STATE TRUST FUND	45,000J	.31

CELANESE - CONTINUED

Principal Stockholders	Shares	%
31 MITCHELL, ROBERT L#	38,014J	.26
32 MACOMBER, JOHN D#	37,789J	.26
33 CHEMICAL NEW YORK CORP	33,431	.23
34 HONG KONG & SHANGHAI BANKING CORP	33,346	.23
MARINE MIDLAND BANKS INC (33346)		
35 LIBERTY NATIONAL LIFE INSUR CO	30,000H	.20
36 CONTINENTAL GROUP INC<	30,000	.20
CONTINENTAL FINL SERVICES CO (30000)		
37 DRAGONE, ALLAN R#	28,687J	.19
TOTALS	10,315,927	71.54%

TOP 5 CONTROL 45.64% OF STOCK TOP 15 CONTROL 62.98% OF STOCK
TOP 10 CONTROL 56.01% OF STOCK TOP 20 CONTROL 66.06% OF STOCK

CENTRAL SOYA

(SHARES O/S: 14,428,000)

Principal Stockholders	Shares	%
1 FILBERT, ALVIN B & FAMILY	868,332X	6.01
2 MORGAN (J P) & CO INC<	657,000	4.55
3 FORT WAYNE NATIONAL BK	547,220	3.79
4 MCMILLEN, DALE W JR & HAROLD W#	428,795	2.97
5 LINCOLN FINANCIAL CORP	153,329	1.06
LINCOLN NATL BK & TR OF FT WAYNE (153329)		
6 CITICORP<	135,000	.93
7 YOUNG MENS CHRISTIAN ASSOC RETIR FUND	123,000	.85
8 FIRST NATIONAL CHARTER CORP	91,028	.63
9 TEMPLETON (JOHN M) FAMILY INTERESTS	75,000	.51
TEMPLETON INVEST CNSL LTD* (CAN) (75000)		
10 KIRBY FAMILY GROUP-ALLEGHANY CORP<	73,000	.50
ALLEGHANY CORP (73000)		
11 LINCOLN NATIONAL CORP<	63,200	.43
LINCOLN NATIONAL INVESTMENT CO* (30800)		
LINCOLN NATL INSUR/FDS-COMBINED (32400)		
12 FIRST AMTEEN CORP	59,250	.41
13 NORTHERN TRUST CORP	58,513	.40
14 OPPENHEIMER HOLDINGS INC*	52,450	.36
15 DREYFUS CORP*	50,000	.34
16 COMMONWEALTH EDISON CO	48,900	.33
17 JONES, JOSEPH F#	45,184	.31
18 CHASE MANHATTAN CORP	43,348	.30
19 CONTINENTAL ILLINOIS CORP	42,104	.29
20 FIDUCIARY TRUST CO OF NEW YORK	36,400	.25
FIDUCIARY TRUST/FUNDS-COMBINED (36400)		
21 ANCORP BANCSHARES INC	33,262	.23
22 AMERICAN SECURITY CORP (D C)	31,100J	.21
23 FLEMING, DOUGLAS G#	29,700	.20
TOTALS	3,745,115	25.95%

TOP 5 CONTROL 18.39% OF STOCK TOP 15 CONTROL 23.80% OF STOCK
TOP 10 CONTROL 21.84% OF STOCK TOP 20 CONTROL 25.30% OF STOCK

CERTAIN TEED

(SHARES O/S: 13,413,000)

Principal Stockholders	Shares	%
1 COMPAGNIE DE SAINT-GOBAIN-PONT-A-MOUSSON (FR)	6,781,577J	50.55
2 FIRST PENNSYLVANIA CORP	909,218	6.77
CERTAIN-TEED THRIFT PLAN FOR SAL EMPS/1943 PCTS (617158)		
CERTAIN-TEED TRASOP-2500 PCTS (143479)		
3 MELLON NATIONAL CORP	541,520	4.03
4 INA CORP<	483,000	3.60
INA INSUR COS/FDS-COMBINED (483000)		
5 MORGAN (J P) & CO INC<	300,000	2.23
6 NORTHERN TRUST CORP	252,724	1.88
7 MANNING & NAPIER ADVISORS INC	212,600	1.58
8 BATTERYMARCH FINANCIAL MNGT CORP	51,100	.38
9 FRENCH NATIONAL GOVERNMENT	30,000	.22
MUTUAL FUNDS-COMBINED (30000)		
10 CENTRAL SECURITIES CORP	30,000	.22
11 GIRARD CO	28,630	.21
TOTALS	9,620,369	71.72%

TOP 5 CONTROL 67.21% OF STOCK TOP 15 CONTROL 71.72% OF STOCK
TOP 10 CONTROL 71.51% OF STOCK TOP 20 CONTROL 71.72% OF STOCK

CESSNA AIRCRAFT

(SHARES O/S: 18,655,000)

Principal Stockholders	Shares	%
1 WALLACE, DWANE L & FAMILY#	943,668	5.05
2 TIAA-CREF	868,510	4.65
COLLEGE RETIREMENT EQUITIES FUND (868510)		
3 BANKERS LIFE CO (674441)	711,824	3.81
B.L.C. EQUITY MANAGEMENT CORP*		
B.L.C. FUNDS-COMBINED (37383)		
4 CHEMICAL NEW YORK CORP	629,917	3.37
5 SAFECO CORP<	540,199H	2.89
SAFECO INSUR COS & FDS-COMBINED (540199)		
6 WERTHEIM & CO INC	373,882	2.00
7 TEMPLETON (JOHN M) FAMILY INTERESTS	371,000	1.98
TEMPLETON INVEST CNSL LTD* (CAN) (371000)		
8 CITICORP<	344,000	1.84
9 ROWE PRICE (T) & ASSOCIATES INC*	281,191	1.50
10 DONALDSON LUFKIN & JENRETTE INC<	267,750	1.43
11 MORGAN (J P) & CO INC<	256,000	1.37
12 FORD FOUNDATION	252,600	1.35
13 MEYER, RUSSELL W JR & FAMILY#	222,608	1.19
14 NEW ENGLAND MUTUAL LIFE INSUR CO	190,200	1.01
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (190200)		
15 FOURTH FINANCIAL CORP	174,252	.93
16 MASSACHUSETTS FINANCIAL SERVICES INC*	150,000	.80
17 MANUFACTURERS HANOVER CORP<	143,856	.77
18 ROSKAM, DELBERT L & FAMILY#	139,436	.74
19 ILLINOIS MUNICIPAL RETIREMENT FUND	130,000	.69
20 HARNED, MALCOLM S#	110,850H	.59
21 I N C O LTD (CANADA)	102,570	.54
I N C O CAPITAL MANAGEMENT INC (102570)		
22 JOHN HANCOCK MUTUAL LIFE INSUR CO	102,480	.54
JOHN HANCOCK/FUNDS-COMBINED (102480)		
23 ATLANTIC RICHFIELD CO	100,000	.53
24 GULF & WESTERN INDUSTRIES INC<	100,000	.53
25 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	100,000G	.53
26 COMMONWEALTH EDISON CO	97,345	.52
27 ALGER (FRED) MANAGEMENT INC*	90,900	.48
28 PHOENIX MUTUAL LIFE INSURANCE CO	89,300	.47
PHOENIX FUNDS-COMBINED (89300)		
29 STATE MTL LIFE ASSUR CO OF AMERICA	85,000	.45
STATE MTL LIFE INSUR/FDS-COMBINED (85000)		
30 DIBBLE, WILLIAM L#	84,781	.45
31 KEMPER FAMILY GROUP	81,590	.43
KEMPER INSUR COS/FDS-COMBINED (81590)		
32 LAIR, ROBERT L#	77,074	.41
33 SECURITY BENEFIT LIFE INSURANCE CO	69,000	.36
SECURITY MANAGEMENT CO INC* (69000)		
34 HARRIS BRETALL & MCELDOWNEY INC	50,000H	.26
35 YALE UNIVERSITY	49,875F	.26
36 WESTERN BANCORPORATION<	47,129	.25
37 CONTINENTAL GROUP INC<	44,000	.23
CONTINENTAL FINL SERVICES CO (44000)		
38 MC MORGAN & CO	43,400	.23
39 DUPONT FAMILY INTERESTS	40,105	.21
WILMINGTON TRUST CO (40105)		
40 GATES RUBBER CO<	40,000	.21
FINANCIAL PROGRAMS INC* (40000)		
41 CUMBERLAND ASSOCIATES	40,000	.21
42 BAUER, ROBERT P & FAMILY#	39,606	.21
TOTALS	8,675,898	46.50%

TOP 5 CONTROL 19.80% OF STOCK TOP 15 CONTROL 34.45% OF STOCK
TOP 10 CONTROL 28.58% OF STOCK TOP 20 CONTROL 38.06% OF STOCK

CHAMPION INTERNATIONAL

(SHARES O/S: 54,004,000)

Principal Stockholders	Shares	%
1 PRUDENTIAL INSURANCE CO OF AM	1,920,500	3.55
PRUDENTIAL INSUR COS/FUNDS-COMB (1920500)		
2 FIRST BANK SYSTEM INC	1,441,531	2.66
3 STATE STREET RESEARCH & MANAGEMENT CO*	1,393,000	2.57
4 DELAWARE MANAGEMENT CO INC*	1,322,300	2.44
5 MANUFACTURERS HANOVER CORP< (551280)	1,305,080	2.41
EDIE (LIONEL D) & CO INC (753800)		
6 DONALDSON LUFKIN & JENRETTE INC<	1,304,800	2.41

CHAMPION INTERNATIONAL - CONTINUED

Principal Stockholders	Shares	%
7 MORGAN (J P) & CO INC<	1,091,839	2.02
CHAMPION INTL STOCK OWNERSHIP PLAN-9068 PCTS (124868)		
CHAMPION INTL SALARIED SAVINGS PLAN-5874 PCTS (295971)		
8 FIRST CHICAGO CORP<	827,014	1.53
9 OHIO STATE TEACHERS RETIR SYSTEM	754,800	1.39
10 CHASE MANHATTAN CORP	746,208	1.38
11 LAZARD FRERES & CO	737,400	1.36
12 GENERAL ELECTRIC CO	683,000	1.26
GENERAL ELECTRIC PENSION TRUST (683000)		
13 FIFTH THIRD BANK	667,195	1.23
14 BRUNDAGE STORY & ROSE	631,690	1.16
15 MASSACHUSETTS FINANCIAL SERVICES INC*	590,000	1.09
16 NEW YORK STATE TEACHERS RETIR FUND	546,000	1.01
17 TELEDYNE INC	525,840	.97
TELEDYNE INSUR COS-COMBINED (525840)		
18 LORD ABBETT & CO*	508,000	.94
19 NEW JERSEY DIVISION OF INVESTMENTS	495,000J	.91
20 CONTINENTAL CORP<	445,000	.82
CONTINENTAL CORP/INSUR COS-COMB (445000)		
21 BANKERS TRUST NEW YORK CORP	441,400	.81
22 NEW YORK CITY COMPTROLLER'S OFFICE	423,700	.78
23 NEW ENGLAND MUTUAL LIFE INSUR CO	407,976	.75
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (407976)		
24 CAPITAL GROUP INC	404,100	.74
CAPITAL GUARDIAN TRUST CO (239100)		
CAPITAL RES & MNGT/FUNDS-COMBINED (165000)		
25 REPUBLIC OF TEXAS CORP<	377,452	.69
26 TIAA-CREF	348,300	.64
COLLEGE RETIREMENT EQUITIES FUND (348300)		
27 MERCANTILE BANCORPORATION INC	334,606	.61
28 PIONEER GROUP INC	332,300	.61
PIONEERING MNGT/FUNDS-COMB		
29 MERCANTILE BANKSHARES CORP<	323,485	.59
30 CITICORP<	275,200	.50
31 NORTHERN TRUST CORP	261,073	.48
32 WILKINS & NANOVIC ASSOCIATES	260,508	.48
33 WACHOVIA CORP	257,567	.47
34 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	245,500G	.45
35 CITY INVESTING CO<	242,500	.44
HOME INSUR GROUP-COMBINED (242500)		
36 CONTINENTAL INVESTMENT CORP<	229,200	.42
WADDELL & REED FDS-COMBINED (229200)		
37 UNITED STATES STEEL CORP	226,440	.41
US STEEL & CARNEGIE PENSION TR (226440)		
38 LEHMAN BROTHERS KUHN LOEB INC	225,000	.41
LEHMAN MANAGEMENT CO INC* (225000)		
39 WELLS FARGO & CO	214,584	.39
40 SELIGMAN (J & W) & CO+	210,000	.38
SELIGMAN/FUNDS-COMBINED (210000)		
41 GEORGIA STATE RETIREMENT SYSTEM	210,000	.38
42 METROPOLITAN LIFE INSURANCE CO	209,500H	.38
43 ADAMS EXPRESS CO	200,000	.37
44 SAFECO CORP<	199,000	.36
SAFECO INSUR COS & FDS-COMBINED (199000)		
45 BATTERYMARCH FINANCIAL MNGT CORP	193,800	.35
46 ROWE PRICE (T) & ASSOCIATES INC*	180,000	.33
47 EATON & HOWARD VANCE SANDERS INC	178,233	.33
EATON & HOWARD VANCE/FDS-COMB (178233)		
48 FIRST CITY BANCORP OF TEXAS INC	177,500	.32
49 HARRIS BANKCORP INC	175,000	.32
50 NATIONAL CITY CORP	171,000	.31
51 HELLER (WALTER E) INTERNATIONAL CORP	170,772	.31
AMERICAN NATL BK & TR CO/CHICAGO (170772)		
52 PROVIDENT NATIONAL CORP<	170,347	.31
53 FIRST UNION BANCORP	164,490	.30
54 IRVING BANK CORP	157,296	.29
55 NATIONAL SECURITIES & RESEARCH CORP*	150,000	.27
56 NEW YORK STATE COMMON RETIREMENT FUND	150,000H	.27
57 FARMERS GROUP INC<	149,300	.27
FARMERS GROUP INSUR COS-COMBINED (149300)		
58 AMERITRUST CO	149,245	.27
59 KEMPER FAMILY GROUP	142,500	.26
KEMPER INSUR COS/FDS-COMBINED (142500)		
60 MASSACHUSETTS MUTUAL LIFE INSUR CO	142,400	.26
MASS MUTUAL INSUR CO/FUNDS-COMB (142400)		

CHAMPION INTERNATIONAL - CONTINUED

Principal Stockholders	Shares	%
61 EXTENDICARE LTD (CANADA)	140,410H	.25
CROWN LIFE INSURANCE CO (140410)		
62 THORDIKE DORAN PAINE & LEWIS	138,515	.25
THORNDIKE-WELLINGTON FUNDS-COMB (138515)		
63 UNITED SERVICES AUTOMOBILE ASSOC	135,000	.24
USAA INVESTMENT MNGT CO (135000)		
64 EXXON CORP	134,660	.24
65 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	132,268	.24
66 WESTERN BANCORPORATION<	124,999	.23
67 CHEMICAL NEW YORK CORP	117,450	.21
68 STANDISH AYER & WOOD INC*	110,950	.20
69 ILLINOIS MUNICIPAL RETIREMENT FUND	100,000	.18
70 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	100,000J	.18
TOTALS	28,651,723	53.05%

TOP 5 CONTROL 13.67% OF STOCK TOP 15 CONTROL 28.54% OF STOCK
TOP 10 CONTROL 22.41% OF STOCK TOP 20 CONTROL 33.21% OF STOCK

CHAMPION SPARK PLUG

(SHARES O/S: 38,200,000)

Principal Stockholders	Shares	%
1 STRANAHAN FAMILY INTERESTS#	14,879,000	38.95
2 TELEDYNE INC	973,900	2.54
TELEDYNE INSUR COS-COMBINED (973900)		
3 BATTERYMARCH FINANCIAL MNGT CORP	798,000	2.08
4 BEA ASSOCIATES INC	775,500	2.03
5 MANUFACTURERS HANOVER CORP<	670,250	1.75
6 TEXAS TEACHERS RETIR SYSTEM	521,700	1.36
7 NORTHWEST OHIO BANCSHARES INC	491,746J	1.28
8 CRUM & FORSTER<	395,900	1.03
CRUM & FORSTER INSUR COS-COMBINED (395900)		
9 WESTERN BANCORPORATION<	368,280	.96
10 VILAS FISCHER ASSOCIATES LTD	364,000	.95
11 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	331,000	.86
12 METROPOLITAN LIFE INSURANCE CO	304,200H	.79
13 NEW MEXICO STATE PERMANENT FUND	300,000J	.78
14 CONNECTICUT GENERAL INSURANCE CORP	260,000	.68
CONN GENL INSUR COS/FDS-COMBINED (260000)		
15 SHEARSON LOEB RHOADES INC<	254,700	.66
BOSTON CO INC (254700)		
16 WELLS FARGO & CO	216,676	.56
17 BANKERS TRUST NEW YORK CORP	216,500	.56
18 MORGAN (J P) & CO INC<	209,000	.54
19 FIRST MANHATTAN CO	196,970	.51
20 GULF & WESTERN INDUSTRIES INC<	190,000	.49
21 CHASE MANHATTAN CORP	188,800	.49
22 BARON, JERRY I FAMILY & ASSOCIATES	169,486Y	.44
23 VIRGINIA NATIONAL BANKSHARES INC	164,848	.43
24 HELLER (WALTER E) INTERNATIONAL CORP	153,500	.40
AMERICAN NATL BK & TR CO/CHICAGO (153500)		
25 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	148,583	.38
26 TRAINER WORTHAM & CO	147,540	.38
27 FIRST PENNSYLVANIA CORP	138,700	.36
28 FIRST ATLANTA CORP	130,370	.34
29 FIRST INVESTORS CORP*	130,000	.34
30 WRIGHT INVESTORS' SERVICE	95,300	.24
31 FIRST KENTUCKY NATL CORP	87,750	.22
32 INVESCO CAPITAL MNGT INC	87,000	.22
33 NATIONAL DETROIT CORP	81,200	.21
34 WILKINS & NANOVIC ASSOCIATES	77,400	.20
TOTALS	24,517,799	64.18%

TOP 5 CONTROL 47.37% OF STOCK TOP 15 CONTROL 56.77% OF STOCK
TOP 10 CONTROL 52.97% OF STOCK TOP 20 CONTROL 59.46% OF STOCK

CHARTER CO

(SHARES O/S: 21,577,000)

Principal Stockholders	Shares	%
1 DUPONT FAMILY INTERESTS	4,115,000J	19.07
ST JOE PAPER CO (4115000)		
2 MASON, RAYMOND K FAMILY & ASSOCIATES#	2,827,920J	13.10
3 LINDNER FAMILY GROUP-AMERICAN FINANCIAL CORP<	558,200	2.58
AMERICAN FIN INSUR COS-COMBINED (558200)		
4 CAREY, EDWARD M	480,500J	2.22
5 MORGAN (J P) & CO INC<	380,000	1.76
6 RUFFIN, WILLIAM C JR & FAMILY#	231,250J	1.07

CHARTER - CONTINUED

Principal Stockholders	Shares	%
7 GOLDMAN SACHS & CO	230,000J	1.06
8 FMR CORP	220,400	1.02
FMR/FUNDS-COMBINED (220400)		
9 SMITH, LLOYD & ASSOCIATES#	180,100J	.83
10 HELLER (WALTER E) INTERNATIONAL CORP	162,500	.75
AMERICAN NATL BK & TR CO/CHICAGO (162500)		
11 WILSON, J STEVEN#	74,000E	.34
12 FIRST INVESTORS CORP*	71,200	.32
13 FIRST PENNSYLVANIA CORP	52,000	.24
14 BARING BROTHERS INC (ENGLAND)	50,000	.23
ENDOWMENT MANAGEMENT & RES CO* (50000)		
15 PHIPPS FAMILY INTERESTS	46,500	.21
BESSEMER TRUST CO NA (46500)		
16 HARVARD UNIVERSITY	44,317	.20
17 SALOMON BROTHERS	43,900	.20
18 EBAUGH, NEWTON C & FAMILY#	37,000J	.17
TOTALS	9,804,787	45.44%

TOP 5 CONTROL 38.75% OF STOCK   TOP 15 CONTROL 44.86% OF STOCK
TOP 10 CONTROL 43.49% OF STOCK   TOP 20 CONTROL 45.44% OF STOCK

CHESEBROUGH-POND'S

(SHARES O/S 32,251,000)

Principal Stockholders	Shares	%
1 MELLON NATIONAL CORP	1,955,774	6.06
2 LEEDS, ISABELLE & FAMILY	1,687,069B	5.23
3 CITICORP<	824,050	2.55
4 STRALEM & CO INC	766,500	2.37
5 PRUDENTIAL INSURANCE CO OF AM	719,000	2.22
PRUDENTIAL INSUR COS/FUNDS-COMB (719000)		
6 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	692,000	2.14
7 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	684,100	2.12
8 GRABLER, NORMA & FAMILY	639,599B	1.98
9 MORGAN (J P) & CO INC<	617,000	1.91
10 GENERAL ELECTRIC CO	575,000	1.78
GENERAL ELECTRIC PENSION TRUST (575000)		
11 SEARS ROEBUCK & CO	568,000	1.76
ALLSTATE INSUR COS/FDS-COMBINED (568000)		
12 AETNA LIFE & CASUALTY CO	540,200H	1.67
AETNA INSUR COS/FDS-COMBINED (540200)		
13 IRVING BANK CORP	497,227	1.54
14 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	493,800	1.53
15 MARSH & MCLENNAN COS INC<	470,700	1.45
EBERSTADT ASSET MNGT/FDS-COMBINED (470700)		
16 NEW JERSEY DIVISION OF INVESTMENTS	460,000J	1.42
17 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	460,000	1.42
18 BETHLEHEM STEEL CORP	452,700	1.40
BETHLEHEM STEEL CORP PENSION PL (452700)		
19 GOULD, LEON & FAMILY	399,444B	1.23
20 SCUDDER STEVENS & CLARK CO*	385,312	1.19
21 LEHMAN BROTHERS KUHN LOEB INC	350,000	1.08
LEHMAN MANAGEMENT CO INC* (350000)		
22 TIAA-CREF	348,600	1.08
COLLEGE RETIREMENT EQUITIES FUND (348600)		
23 RUSSEK, LOUIS#	347,857E	1.07
24 LINCOLN CAPITAL MANAGEMENT CO	340,350	1.05
25 WRIGHT INVESTORS' SERVICE	323,655	1.00
26 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	312,200H	.96
HARTFORD FIRE INSUR COS-COMBINED (312200)		
27 METROPOLITAN LIFE INSURANCE CO	303,030H	.93
28 CONTINENTAL ILLINOIS CORP	259,950	.80
29 BERNHARD (ARNOLD) & CO INC*	222,200	.68
VALUE LINE MNGR/FUNDS-COMBINED (222200)		
30 CHEMICAL NEW YORK CORP	219,668	.68
31 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	212,000G	.65
32 WALL PATTERSON MCGREW & RICHARDS INC	211,111	.65
33 BANKERS TRUST NEW YORK CORP	191,175	.59
34 HARTFORD NATIONAL CORP	185,547	.57
35 CONTINENTAL CORP<	180,000	.55
CONTINENTAL CORP/INSUR COS-COMB (180000)		
36 ALLENDALE GROUP<	173,400	.53
ALLENDALE INSUR COS-COMBINED (173400)		
37 PACIFIC MUTUAL LIFE INSURANCE CO	171,800	.53
38 FIRST NATIONAL BOSTON CORP	159,425	.49
39 WACHOVIA CORP	138,629	.42
40 WELLS FARGO & CO	131,240	.40
41 HELLER (WALTER E) INTERNATIONAL CORP	129,975	.40
AMERICAN NATL BK & TR CO/CHICAGO (129975)		
42 PHIPPS FAMILY INTERESTS	129,000	.39
BESSEMER TRUST CO NA (129000)		
43 CHASE MANHATTAN CORP	119,665	.37
44 HOSPITAL TRUST CORP	119,551	.37
45 UNITED BANKS OF COLORADO INC	114,200	.35
46 NEW YORK STATE COMMON RETIREMENT FUND	108,000H	.33
47 EXXON CORP	101,800	.31
48 DUPONT FAMILY INTERESTS	95,200	.29
WILMINGTON TRUST CO (95200)		
49 AMERICAN SECURITY CORP (D C)	93,801J	.29
50 HURVITZ, ARTHUR	90,148B	.27
51 TELEDYNE INC	87,000	.26
TELEDYNE INSUR COS-COMBINED (87000)		
52 SECURITY PACIFIC CORP<	86,807	.26
53 DEAN WITTER REYNOLDS ORGANIZATION INC	82,600	.25
54 MANUFACTURERS NATIONAL CORP	78,900	.24
55 SHAWMUT CORP	76,053	.23
56 COMMERCE BANCSHARES INC	75,140	.23
57 BANK OF NEW YORK CO INC	74,515	.23
58 REPUBLIC OF TEXAS CORP<	74,475	.23
59 BATTERYMARCH FINANCIAL MNGT CORP	66,500	.20
60 UNION NATIONAL BK OF PITTSBURGH	64,658	.20
61 OHIO POLICE & FIREMEN'S DISABILITY & PEN FD	64,500	.19
TOTALS	20,601,800	63.87%

TOP 5 CONTROL 18.45% OF STOCK   TOP 15 CONTROL 36.37% OF STOCK
TOP 10 CONTROL 28.40% OF STOCK   TOP 20 CONTROL 43.06% OF STOCK

CHICAGO PNEUMATIC TOOL

(SHARES O/S 4,888,000)

Principal Stockholders	Shares	%
1 MORGAN (J P) & CO INC<	500,000	10.22
2 BANKERS TRUST NEW YORK CORP	171,000	3.49
CHICAGO PNEUMATIC SAVINGS & SECURITY PLAN-1660 PCTS (171000)		
3 TORRAY, CLARK & CO INC	98,800	2.02
4 PROVIDENT NATIONAL CORP< (40400)	76,902	1.57
PROVIDENT INSTITUTIONAL MNGT CORP (36502)		
5 NATIONAL LIFE INSURANCE CO	75,000	1.53
NATL INSUR COS & SENTINEL FDS (75000)		
6 SMOOT KNOCHE & CO	72,100	1.47
7 CHASE MANHATTAN CORP	65,805	1.34
8 U S TRUST CORP	59,284	1.21
9 UTAH STATE RETIREMENT FUND	58,000	1.18
10 WELLS FARGO & CO	56,400	1.15
11 BULLOCK (CALVIN) LTD*	50,000	1.02
12 LATIMER, THOMAS P & FAMILY#	39,287J	.80
13 MC MORGAN & CO	24,600	.50
14 THORDIKE DORAN PAINE & LEWIS	18,600	.38
THORNDIKE-WELLINGTON FUNDS-COMB (18600)		
15 INTERVEST MANAGEMENT CO	17,400	.35
16 HELLER (WALTER E) INTERNATIONAL CORP	12,600	.25
AMERICAN NATL BK & TR CO/CHICAGO (12600)		
17 PAN-HOLDING S A	10,000H	.20
TOTALS	1,405,778	28.75%

TOP 5 CONTROL 18.85% OF STOCK   TOP 15 CONTROL 28.29% OF STOCK
TOP 10 CONTROL 25.23% OF STOCK   TOP 20 CONTROL 28.75% OF STOCK

CHROMALLOY AMERICAN

(SHARES O/S 13,886,000)

Principal Stockholders	Shares	%
1 SUN CHEMICAL CORP	4,330,758	31.18
2 POSNER FAMILY INTERESTS	538,700	3.87
3 MERCANTILE BANCORPORATION INC	439,583	3.16
CHROMALLOY ST PUR PL-2220 PCTS (391271)		
4 OPPENHEIMER HOLDINGS INC* (150000)	401,500	2.89
OPPENHEIMER FUNDS-COMBINED (251500)		
5 NEWMAN, E H & FAMILY#	290,029J	2.08
6 FRIEDMAN, JOSEPH	184,246X	1.32
7 NEUBERGER & BERMAN*	180,500	1.29
NEUBERGER & BER MNGT/FDS-COMBINED (180500)		
8 FISCHEL, MURRAY#	172,441J	1.24
9 RHEA, D W#	150,371J	1.08

CHROMALLOY AMERICAN - CONTINUED

Principal Stockholders	Shares	%
10 MILNOR, JOHN	138,949	1.00
11 GLIDDEN, DEAN E	109,088	.78
12 GIACOMA, DOMINICK J#	104,269J	.75
13 GLICKENHAUS & CO	93,900	.67
14 DEMAYO, A J#	89,030J	.64
15 RICHTER, MARTHA	70,000	.50
16 INTERVEST MANAGEMENT CO	62,200	.44
17 GOOCH, JANET	61,208	.44
18 TRAURIG, SIDNEY#	61,1[illegible]3J	.44
19 BALDWIN, L KEITH	54,[illegible]73J	.39
20 MERRILL LYNCH & CO INC<	50,000	.36
MERRILL LYNCH ASSET MNGT CO INC• (50000)		
21 AMERICAN FAMILY INSURANCE GROUP	49,000H	.35
22 NATIONWIDE MUTUAL INSUR CO	47,250H	.34
NATIONWIDE INSUR COS/FUNDS-COMB (47250)		
23 ERICKSON, MELVIN	41,000	.29
24 GIRARD CO	40,331	.29
25 MARMANDE, ROBERT	40,000	.28
26 BATTERYMARCH FINANCIAL MNGT CORP	35,900	.25
27 NYKIEL, FRANK P#	35,194J	.25
28 FEDERATED INVESTORS INC<	34,900	.25
FEDERATED RESEARCH CORP•		
FEDERATED RESEARCH FUNDS-COMBINED (34900)		
29 MARCOVITZ, LEONARD E	31,000J	.22
30 WOLENS, LOUIS	30,025J	.21
31 FMR CORP	30,000	.21
FMR/FUNDS-COMBINED (30000)		
32 VENANZETTI, MICHELE#	30,000J	.21
33 FIRST UNION BANCORP	29,781	.21
34 BARTA, WESLEY J#	24,925J	.17
TOTALS	8,081,364	58.19%

TOP 5 CONTROL 43.21% OF STOCK TOP 15 CONTROL 52.52% OF STOCK
TOP 10 CONTROL 49.16% OF STOCK TOP 20 CONTROL 54.60% OF STOCK

CHRYSLER

(SHARES O/S: 66,704,000)

Principal Stockholders	Shares	%
1 NATIONAL DETROIT CORP	7,527,885J	11.28
CHRYSLER THRIFT-STOCK OWNERSHIP PROGRAM-16000 PCTS (7527885)		
2 IACOCCA, LEE A#	161,000J	.24
TOTALS	7,688,885	11.52%

TOP 5 CONTROL 11.52% OF STOCK TOP 15 CONTROL 11.52% OF STOCK
TOP 10 CONTROL 11.52% OF STOCK TOP 20 CONTROL 11.52% OF STOCK

CINCINNATI MILACRON

(SHARES O/S: 22,653,000)

Principal Stockholders	Shares	%
1 BANKERS TRUST NEW YORK CORP	1,949,283	8.60
CINCINATTI MILACRON PERFORMANCE DIVIDEND PLAN/7000 PCTS (1845483)		
2 GEIER FAMILY INTERESTS#	1,945,266J	8.58
GEIER, JAMES A & ASSOCIATES (1457659)		
MCCURDY, GILBERT GEIER (487607)		
3 LINCOLN FIRST BANKS INC	1,006,800	4.44
4 MARSH & MCLENNAN COS INC<	945,300	4.17
PUTNAM MNGT/FUNDS-COMBINED (945300)		
5 FIDUCIARY TRUST CO OF NEW YORK	915,777	4.04
FIDUCIARY TRUST/FUNDS-COMBINED (915777)		
6 CHEMICAL NEW YORK CORP	477,188	2.10
7 CENTRAL BANCORP INC	452,300	1.99
8 FIFTH THIRD BANK	373,749	1.64
9 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	262,400G	1.15
10 MANUFACTURERS HANOVER CORP<	230,025	1.01
EDIE (LIONEL D) & CO INC (230025)		
11 NEW YORK STATE TEACHERS RETIR FUND	206,250	.91
12 SELIGMAN (J & W) & CO+	187,500	.82
SELIGMAN/FUNDS-COMBINED (187500)		
13 ROWE PRICE (T) & ASSOCIATES INC•	179,625	.79
14 KEMPER FAMILY GROUP	177,000	.78
KEMPER INSUR COS/FDS-COMBINED (177000)		
15 HARVARD UNIVERSITY	153,757	.67

CINCINNATI MILACRON - CONTINUED

Principal Stockholders	Shares	%
16 MIDLAND BANK GROUP< (ENGLAND)	142,050	.62
GUYERZELLER-ZURMONT BANK AG (48000)		
CROCKER NATIONAL CORP (94050)		
17 JEFFERSON-PILOT CORP<	116,400	.51
18 HELLER (WALTER E) INTERNATIONAL CORP	93,750	.41
AMERICAN NATL BK & TR CO/CHICAGO (93750)		
19 STEIN ROE & FARNHAM•	92,400	.40
20 SHAWMUT CORP	83,888	.37
21 DONALDSON LUFKIN & JENRETTE INC<	81,600	.36
22 WELLS FARGO & CO	80,550	.35
23 ARIZONA STATE RETIREMENT SYSTEM	79,200J	.34
24 CHUBB CORP<	75,000H	.33
CHUBB INSUR COS-COMBINED (75000)		
25 STANFORD UNIVERSITY	74,400G	.32
26 OMAHA NATIONAL CORP	69,300	.30
27 HOSPITAL TRUST CORP	57,375	.25
28 MORGAN (J P) & CO INC<	54,000	.23
29 ATLANTIC RICHFIELD CO	52,500	.23
30 MEYER, CLIFFORD R#	35,606J	.15
TOTALS	10,650,239	47.01%

TOP 5 CONTROL 29.85% OF STOCK TOP 15 CONTROL 41.77% OF STOCK
TOP 10 CONTROL 37.77% OF STOCK TOP 20 CONTROL 44.10% OF STOCK

CITIES SERVICE

(SHARES O/S: 83,193,000)

Principal Stockholders	Shares	%
1 BANCOKLAHOMA CORP	6,973,548	8.38
CITIES SERVICE THRIFT PL-10542 (6570690)		
CITIES SERVICE TRASOP-12991 PCTS (69150)		
2 NU-WEST GROUP LTD (CANADA)	6,020,000	7.23
3 ROWE PRICE (T) & ASSOCIATES INC•	2,633,451	3.16
4 EDGERTON-JONES FAMILY INTERESTS#	1,856,349	2.23
EDGERTON, MILTON T JR FAM & ASSOC (24861)		
JONES (W ALTON) FOUNDATION (1831488)		
5 MICHEL FAMILY INTERESTS#	1,401,258	1.68
MICHEL, CLIFFORD L FAM & ASSOC (16258)		
WENONAH DEVELOPMENT CO (1385000)		
6 BARING BROTHERS INC (ENGLAND)	1,120,750	1.34
ENDOWMENT MANAGEMENT & RES CO• (1120750)		
7 MESA PETROLEUM	855,400	1.02
8 MARSH & MCLENNAN COS INC<	834,600	1.00
PUTNAM MNGT/FUNDS-COMBINED (834600)		
9 BANKERS TRUST NEW YORK CORP	818,572	.98
10 BAM, FOSTER & ASSOCIATES#	752,628	.90
11 ROBECO (HOLLAND)	750,000H	.90
12 TRUST CO OF THE WEST	724,500	.87
T C W ASSET MANAGEMENT CO (724500)		
13 FMR CORP	717,100	.86
FMR/FUNDS-COMBINED (717100)		
14 STATE FARM MUTL AUTOMOBILE INSUR CO	661,380H	.79
STATE FARM INSUR COS-COMBINED (661380)		
15 NEW JERSEY DIVISION OF INVESTMENTS	660,000J	.79
16 CONTINENTAL CORP<	655,081	.78
CONTINENTAL CORP/INSUR COS-COMB (655081)		
17 NEW YORK STATE COMMON RETIREMENT FUND	649,500H	.78
18 FIDUCIARY TRUST CO OF NEW YORK	642,559	.77
FIDUCIARY TRUST/FUNDS-COMBINED (642559)		
19 FORD FOUNDATION	600,000	.72
20 FORSTMANN-LEFF ASSOCIATES	599,400	.72
21 EQUITABLE LIFE ASSUR SOCIETY OF US	549,200	.66
22 KIRBY FAMILY GROUP-ALLEGHANY CORP<	540,000	.64
INVESTORS DIVERSIFIED SER INC•		
IDS FUNDS-COMBINED (540000)		
23 SHEARSON LOEB RHOADES INC<	523,450	.62
BERNSTEIN-MACAULEY INC (523450)		
24 MANUFACTURERS HANOVER CORP<	506,879	.60
EDIE (LIONEL D) & CO INC (506879)		
25 CITICORP<	499,984	.60
26 BRUNDAGE STORY & ROSE	470,812	.56
27 CHEMICAL NEW YORK CORP	459,666	.55
28 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	457,145	.54
NEW COURT CAPITAL MNGT INC (457145)		
29 CHASE MANHATTAN CORP	429,557	.51
30 BANK OF NEW YORK CO INC	419,374	.50
31 BANKERS LIFE CO	361,400	.43
32 NEW YORK STATE TEACHERS RETIR FUND	360,000	.43

CITIES SERVICE - CONTINUED

Principal Stockholders	Shares	%
33 UNITED STATES FIDELITY & GUARANTY CO	351,300	.42
U S FID & GUAR INSUR COS-COMBINED (351300)		
34 NEW YORK CITY COMPTROLLER'S OFFICE	326,600	.39
35 MERCANTILE BANKSHARES CORP<	320,818	.38
36 WELLS FARGO & CO	307,673	.36
37 MARYLAND STATE RETIREMENT SYSTEMS	301,000	.36
38 HONG KONG & SHANGHAI BANKING CORP	296,313	.35
MARINE MIDLAND BANKS INC (296313)		
39 MORGAN (J P) & CO INC<	296,000	.35
40 ST PAUL COMPANIES INC<	279,000	.33
ST PAUL INSUR COS/FDS-COMBINED (279000)		
41 HELLER (WALTER E) INTERNATIONAL CORP	267,099	.32
AMERICAN NATL BK & TR CO/CHICAGO (267099)		
42 MELLON NATIONAL CORP	253,059	.30
43 SCUDDER STEVENS & CLARK CO*	232,898	.27
44 STEIN ROE & FARNHAM*	219,595	.26
45 U S TRUST CORP	218,343	.26
46 CENTRAL SECURITIES CORP	216,000	.25
47 SMOOT KNOCHE & CO	191,454	.23
48 NEUBERGER & BERMAN+	186,702	.22
NEUBERGER & BER MNGT/FDS-COMBINED (186702)		
49 FIRST PENNSYLVANIA CORP	185,009	.22
50 CONFEDERATION LIFE INSURANCE CO	182,700H	.21
51 DREYFUS CORP*	175,000	.21
52 BATTERYMARCH FINANCIAL MNGT CORP	172,800	.20
TOTALS	40,482,906	48.66%

TOP 5 CONTROL 22.69% OF STOCK   TOP 15 CONTROL 32.18% OF STOCK
TOP 10 CONTROL 27.96% OF STOCK   TOP 20 CONTROL 35.97% OF STOCK

CLARK EQUIPMENT

(SHARES O/S: 13,073,000)

Principal Stockholders	Shares	%
1 MELLON NATIONAL CORP	638,000	4.88
2 PRUDENTIAL INSURANCE CO OF AM	597,300	4.56
PRUDENTIAL INSUR COS/FUNDS-COMB (597300)		
3 TIAA-CREF	489,000	3.74
COLLEGE RETIREMENT EQUITIES FUND (489000)		
4 REPUBLIC OF TEXAS CORP<	433,000	3.31
5 TEXAS PERMANENT SCHOOL FUND	364,400	2.78
6 TEXAS TEACHERS RETIR SYSTEM	362,500	2.77
7 TRAVELERS CORP<	358,900	2.74
TRAVELERS/KEYSTONE FUNDS-COMBINED (358900)		
8 BATTERYMARCH FINANCIAL MNGT CORP	321,900	2.46
9 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	275,000	2.10
10 HARRIS BANKCORP INC	263,000	2.01
CLARK SAV & INVEST PL-4367 PCTS (77381)		
11 BETHLEHEM STEEL CORP	246,900	1.88
BETHLEHEM STEEL CORP PENSION PL (246900)		
12 WESTERN BANCORPORATION<	243,200	1.86
13 MINNESOTA STATE BOARD OF INVESTMENT	215,100G	1.64
14 WISCONSIN INVESTMENT BOARD	214,600	1.64
15 HELLER (WALTER E) INTERNATIONAL CORP	155,006	1.18
AMERICAN NATL BK & TR CO/CHICAGO (155006)		
16 FIRST CHICAGO CORP<	152,596	1.16
17 BANKERS LIFE CO	148,300	1.13
18 FIDUCIARY TRUST CO OF NEW YORK	141,940	1.08
FIDUCIARY TRUST/FUNDS-COMBINED (141940)		
19 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	130,000	.99
20 MARINE BANCORP INC	126,902	.97
21 ILLINOIS STATE TEACHERS RETIR SYSTEM	125,000J	.95
22 AMERICAN EXPRESS CO<	120,000	.91
AMERICAN EXP INSUR COS-COMBINED (120000)		
23 BARING BROTHERS INC (ENGLAND)	110,000	.84
ENDOWMENT MANAGEMENT & RES CO* (110000)		
24 MORGAN (J P) & CO INC<	110,000	.84
25 LORD ABBETT & CO*	101,000	.77
26 GENERAL ACCID FIRE & LIFE INSUR (ENG)	91,200H	.69
GENERAL ACCID INSUR COS-COMBINED (91200)		
27 TEXAS STATE EMPLOYEES RETIREMENT SYSTEM	87,800	.67
28 DUPONT FAMILY INTERESTS	80,888	.61
WILMINGTON TRUST CO (80888)		
29 UNITED MISSOURI BANCSHARES INC	77,000	.58
30 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	76,000	.58
31 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	73,900G	.56
32 BANKERS TRUST NEW YORK CORP	70,101	.53

CLARK EQUIPMENT - CONTINUED

Principal Stockholders	Shares	%
33 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	67,500H	.51
HARTFORD FIRE INSUR COS-COMBINED (67500)		
34 WACHOVIA CORP	65,055	.49
35 CRUM & FORSTER<	65,000	.49
CRUM & FORSTER INSUR COS-COMBINED (65000)		
36 WELLS FARGO & CO	62,938	.48
37 FIRST CITY BANCORP OF TEXAS INC	62,560	.47
38 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	61,781	.47
BANK OF CALIFORNIA NA (61781)		
39 ROYAL TRUST CO (CANADA)	57,000	.43
ROYAL TRUST FDS-COMBINED (57000)		
40 GIRARD CO	50,334	.38
41 PHILLIPS, BERT E#	49,119	.37
42 NORTHERN TRUST CORP	48,922	.37
43 TEXAS AMERICAN BANCSHARES INC	48,851	.37
44 TRUST CO OF GEORGIA	46,490	.35
45 SCHIRMER, WALTER E#	44,299D	.33
46 NEW YORK CITY COMPTROLLER'S OFFICE	42,700	.32
47 FORD FOUNDATION	42,500	.32
48 PROVIDENT NATIONAL CORP<	39,836	.30
49 TYLER, THOMAS	37,645B	.28
50 NATIONAL DETROIT CORP	37,620	.28
51 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	36,100	.27
52 COLORADO NATIONAL BANKSHARES INC	36,002	.27
53 CONTINENTAL GROUP INC<	30,000	.22
CONTINENTAL FINL SERVICES CO (30000)		
54 MERRILL LYNCH & CO INC<	30,000	.22
MERRILL LYNCH ASSET MNGT CO INC* (30000)		
55 COMMERCE BANCSHARES INC	29,849	.22
56 WRIGHT INVESTORS' SERVICE	28,900	.22
57 NEW YORK STATE COMMON RETIREMENT FUND	27,000H	.20
58 ATLANTIC RICHFIELD CO	26,800	.20
59 CENTRAN CORP	26,450	.20
TOTALS	8,201,684	62.73%

TOP 5 CONTROL 19.28% OF STOCK   TOP 15 CONTROL 39.60% OF STOCK
TOP 10 CONTROL 31.38% OF STOCK   TOP 20 CONTROL 44.95% OF STOCK

CLARK OIL & REFINING

(SHARES O/S: 14,406,000)

Principal Stockholders	Shares	%
1 CLARK, EMORY E FAMILY INTERESTS#	5,957,220	41.35
CLARK, ROGER R & ASSOC (279816)		
LABADIE, WILLIAM J FAM & ASSOC (555714)		
CLARK FAMILY TRUSTS (4148590)		
CLARK, EMORY E (973100)		
2 APEX OIL CO (MO)	1 430,000	9.92
3 C M B INVESTMENT COUNSELORS	411,200	2.85
4 CRICHTON, JOHN ALSTON	309,714C	2.14
5 FIRST WISCONSIN CORP	226,400	1.57
6 GREEN (DAVID J) & CO	145,600	1.01
7 FIRST MANHATTAN CO	139,300	.96
8 FIRST EMPIRE STATE CORP	129,440	.89
9 LOS ANGELES CITY RETIREMENT SYSTEM	101,000	.70
10 BERNHARD (ARNOLD) & CO INC*	100,000	.69
VALUE LINE MNGR/FUNDS-COMBINED (100000)		
11 NEUBERGER & BERMAN+	92,800	.64
NEUBERGER & BER MNGT/FDS-COMBINED (92800)		
12 DAWES, IRVING#	84,072J	.58
13 ALGEMENE BK NEDERLAND N V	80,000	.55
ABN TRUSTCO (CURACAO)		
ENERGY INTERNATIONAL NV (80000)		
14 TREIBER FAMILY INTERESTS#	70,361	.48
TREIBER, PHILLIP A (2600)		
STACKNER FAMILY FOUNDATION & TRUSTS (67761)		
15 GLICKENHAUS & CO	69,000	.47
16 SIMMONS, HAROLD W#	65,626J	.45
17 FIRST NATIONAL BK OF ALLENTOWN	57,000	.39
18 SHEARSON LOEB RHOADES INC<	37,400	.25
SHEARSON MNGR/FUNDS-COMBINED (37400)		
19 MORGAN (J P) & CO INC<	30,000	.20
TOTALS	9,536,133	66.19%

TOP 5 CONTROL 57.85% OF STOCK   TOP 15 CONTROL 64.87% OF STOCK
TOP 10 CONTROL 62.12% OF STOCK   TOP 20 CONTROL 66.19% OF STOCK

CLUETT PEABODY & CO

(SHARES O/S: 8,890,000)

Principal Stockholders	Shares	%
1 GULF & WESTERN INDUSTRIES INC<	581,700	6.54
2 DELAWARE MANAGEMENT CO INC*	350,000	3.93
3 CONFEDERATION LIFE INSURANCE CO	280,870H	3.15
4 WESTERN BANCORPORATION<	179,814	2.02
5 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	178,200	2.00
6 FLORIDA STATE BOARD OF ADMINISTRATION	171,000	1.92
7 PENN SQUARE MANAGEMENT CORP*	140,000	1.57
PENN SQUARE MUTUAL FUND (140000)		
8 PETER CUNDILL & ASSOCIATES	125,000	1.40
9 HELLER (WALTER E) INTERNATIONAL CORP	120,400	1.35
AMERICAN NATL BK & TR CO/CHICAGO (120400)		
10 AMERICAN GENERAL INSURANCE CO<	100,000	1.12
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (100000)		
11 AMERICAN EXPRESS CO<	80,000	.89
AMERICAN EXP INSUR COS-COMBINED (80000)		
12 FMR CORP	70,000	.78
FIDELITY MNGT & RESEARCH CO* (70000)		
13 HENLEY, HENRY H JR#	69,350J	.78
14 FIRST PENNSYLVANIA CORP	56,800	.63
15 MACKENZIE FINANCIAL CORP (CANADA)	50,000	.56
MUTUAL FUNDS-COMBINED (50000)		
16 BATTERYMARCH FINANCIAL MNGT CORP	48,800	.54
17 LINCOLN NATIONAL CORP<	36,033	.40
LINCOLN NATL INSUR/FDS-COMBINED (36033)		
18 WELLS FARGO & CO	32,250	.36
19 DREXEL BURNHAM LAMBERT GROUP INC	28,520J	.32
20 BEA ASSOCIATES INC	27,000	.30
21 FIDUCIARY TRUST CO OF NEW YORK	25,500	.28
FIDUCIARY TRUST/FUNDS-COMBINED (25500)		
22 MC MORGAN & CO	25,000	.28
23 PROVIDENT NATIONAL CORP<	18,350	.20
TOTALS	2,794,587	31.43%

TOP 5 CONTROL 17.66% OF STOCK TOP 15 CONTROL 28.71% OF STOCK
TOP 10 CONTROL 25.05% OF STOCK TOP 20 CONTROL 30.66% OF STOCK

COCA-COLA

(SHARES O/S: 123,557,000)

Principal Stockholders	Shares	%
1 WOODRUFF FAMILY INTERESTS#	23,233,112	18.80
WOODRUFF, R W FAMILY & ASSOC (21004690)		
WOODRUFF, GEORGE W (2228422)		
2 TRUST CO OF GEORGIA	5,077,608	4.10
COCA-COLA THRIFT PLAN (1000000)		
EMORY UNIVERSITY (4077608)		
3 MORGAN (J P) & CO INC<	2,045,000	1.65
4 MANUFACTURERS HANOVER CORP< (960698)	1,998,566	1.61
EDIE (LIONEL D) & CO INC (1037868)		
5 SAROFIM (FAYEZ) & CO	1,920,218	1.55
6 TIAA-CREF	1,906,400	1.54
COLLEGE RETIREMENT EQUITIES FUND (1906400)		
7 LUPTON FAMILY INTERESTS#	1,845,900X	1.49
LUPTON, JOHN T FAMILY & ASSOC (20692)		
ESTATE OF THOMAS CARTER LUPTON (879040)		
CENTRAL SHARES CORP (748548)		
LYNDHURST FOUNDATION, INC (197620)		
8 DELAWARE MANAGEMENT CO INC*	1,731,700	1.40
9 FIRST ATLANTA CORP	1,371,447	1.10
10 ROWE PRICE (T) & ASSOCIATES INC*	1,213,915	.98
11 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,036,500	.83
12 FIRST CHICAGO CORP<	1,000,405	.80
13 NEW YORK STATE TEACHERS RETIR FUND	881,000	.71
14 FIRST NATIONAL BOSTON CORP	879,075	.71
15 BROKAW CAPITAL MANAGEMENT CO INC	859,375	.69
16 WISCONSIN INVESTMENT BOARD	841,200	.68
17 COOKE & BIELER INC	781,020	.63
18 MARSH & MCLENNAN COS INC<	749,400	.60
PUTNAM MNGT/FUNDS-COMBINED (749400)		
19 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	648,845	.52
20 TEXAS TEACHERS RETIR SYSTEM	641,100	.51
21 NEW YORK STATE COMMON RETIREMENT FUND	632,000H	.51
22 MARYLAND NATIONAL CORP	554,700	.44
REDWOOD CAPITAL MNGT INC (554700)		
23 MELLON NATIONAL CORP	547,763	.44
24 GEORGIA STATE RETIREMENT SYSTEM	541,000	.43
25 BROWN BROS HARRIMAN & CO	500,474	.40
COCA-COLA - CONTINUED		
26 JONES, JOSEPH & ASSOCIATES#	496,240	.40
27 BANKERS TRUST NEW YORK CORP	494,915	.40
28 NATIONAL CITY CORP	493,000	.39
29 BABSON (DAVID L) & CO INC*	489,083	.39
30 MERCANTILE BANKSHARES CORP<	484,762	.39
31 PRUDENTIAL INSURANCE CO OF AM	480,000	.38
PRUDENTIAL INSUR COS/FUNDS-COMB (480000)		
32 NORTHERN TRUST CORP	474,584	.38
33 AMERITRUST CO	473,946	.38
34 WELLS FARGO & CO	467,749	.37
35 TEXAS PERMANENT SCHOOL FUND	465,400	.37
36 DODGE & COX INC*	443,630	.35
37 HELLER (WALTER E) INTERNATIONAL CORP	419,282	.33
AMERICAN NATL BK & TR CO/CHICAGO (419282)		
38 ALABAMA BANCORP	380,611	.30
39 BATTERYMARCH FINANCIAL MNGT CORP	378,000	.30
40 SHEARSON LOEB RHOADES INC<*	375,084	.30
BOSTON CO INC (375084)		
41 CITICORP<	356,823	.28
42 HARTFORD NATIONAL CORP	354,513	.28
43 FIRST UNION BANCORP	349,521	.28
44 SEARS ROEBUCK & CO	348,600	.28
ALLSTATE INSUR COS/FDS-COMBINED (348600)		
45 CHEMICAL NEW YORK CORP	340,583	.27
46 BETHLEHEM STEEL CORP	320,300	.25
BETHLEHEM STEEL CORP PENSION PL (320300)		
47 U S TRUST CORP	317,669	.25
48 FIDUCIARY TRUST CO OF NEW YORK	316,460	.25
FIDUCIARY TRUST/FUNDS-COMBINED (316460)		
49 TURNER, WILLIAM B & AFFILIATES#	313,096	.25
50 TICOR	312,190	.25
TITLE INSUR & TRUST CO (312190)		
51 UNITED STATES STEEL CORP	302,000	.24
US STEEL & CARNEGIE PENSION TR (302000)		
52 AETNA LIFE & CASUALTY CO	301,965H	.24
AETNA INSUR COS/FDS-COMBINED (301965)		
53 BEA ASSOCIATES INC	300,200	.24
54 GIRARD CO	296,639	.24
55 MASSACHUSETTS FINANCIAL SERVICES INC*	295,000	.23
56 DUNCAN, CHARLES W JR#	291,504	.23
57 WACHOVIA CORP	286,258	.23
58 WILMINGTON CAPITAL MNGT	283,695	.22
59 BANK OF THE SOUTH	283,414	.22
60 ALEXANDER & ALEXANDER SERVICES INC	281,771	.22
ALEXANDER & ALEXANDER SERVICES INC (281771)		
61 LINCOLN FIRST BANKS INC	281,403	.22
62 CHANDLER, C H JR & ASSOCIATES#	279,600	.22
63 STRALEM & CO INC	278,800	.22
64 ANCORP BANCSHARES INC	266,269	.21
65 MINNESOTA STATE BOARD OF INVESTMENT	262,900G	.21
66 CONTINENTAL ILLINOIS CORP	259,756	.21
67 CHASE MANHATTAN CORP	259,022	.20
68 PROVIDENT NATIONAL CORP<	257,498	.20
69 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	243,700	.19
TOTALS	68,895,158	35.75%

TOP 5 CONTROL 27.73% OF STOCK TOP 15 CONTROL 38.03% OF STOCK
TOP 10 CONTROL 34.27% OF STOCK TOP 20 CONTROL 41.00% OF STOCK

COLGATE-PALMOLIVE

(SHARES O/S: 81,906,000)

Principal Stockholders	Shares	%
1 RUBINSTEIN, HELENA A FAMILY INTERESTS	2,735,611X	3.33
RUBINSTEIN (HELENA) FOUNDATION (1076562)		
RUBINSTEIN TRUST (691602)		
TITUS, ROY V (592059)		
KOLIN, OSCAR (243163)		
WEILL, HAROLD & FAMILY (62580)		
OTHER ASSOCIATES (69645)		
2 CITICORP<	2,732,949	3.33
COLGATE-PALMOLIVE EMPS SAV & INVEST PL-10350 PCTS (2242655)		
3 COLLIS, CHARLES A	1,833,681F	2.23
4 GLENNON, RICHARD F FAMILY & ASSOCIATES	1,795,915D	2.19
5 AMERITRUST CO	1,548,957	1.89
6 FIRST CHICAGO CORP<	1,433,032	1.74

Principal Stockholders	Shares	%
COLGATE-PALMOLIVE - CONTINUED		
7 TIAA-CREF	1,317,000	1.60
COLLEGE RETIREMENT EQUITIES FUND (1317000)		
8 KENDALL, JOHN P FAMILY & ASSOCIATES#	1,272,732	1.55
9 TORRAY, CLARK & CO INC	1,001,700	1.22
10 MANUFACTURERS HANOVER CORP<	990,330	1.20
EDIE (LIONEL D) & CO INC (990330)		
11 STRALEM & CO INC	956,300	1.16
12 NEW YORK STATE TEACHERS RETIR FUND	932,600	1.13
13 ALABAMA BANCORP	918,606	1.12
14 COLGATE, JOHN K & FAMILY ASSOC	880,166X	1.07
15 SHEARSON LOEB RHOADES INC<	654,914	.79
BOSTON CO INC (654914)		
16 WELLS FARGO & CO	636,061	.77
17 PROVIDENT NATIONAL CORP<	635,241	.77
18 BATTERYMARCH FINANCIAL MNGT CORP	530,100	.64
19 MELLON NATIONAL CORP	437,628	.53
20 CENTRAN CORP	436,678	.53
21 MINNESOTA STATE BOARD OF INVESTMENT	426,800G	.52
22 TEXAS TEACHERS RETIR SYSTEM	376,100	.45
23 NEW YORK STATE COMMON RETIREMENT FUND	370,000H	.45
24 WASHINGTON DEPT OF RETIREMENT SYSTEMS	364,800	.44
25 BANKERS TRUST NEW YORK CORP	350,415	.42
26 NEW ENGLAND MUTUAL LIFE INSUR CO	333,135	.40
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (333135)		
27 HELLER (WALTER E) INTERNATIONAL CORP	323,706	.39
AMERICAN NATL BK & TR CO/CHICAGO (323706)		
28 MORGAN (J P) & CO INC<	323,000	.39
29 FIRST NATIONAL BOSTON CORP	293,330	.35
30 TELEDYNE INC	280,300	.34
TELEDYNE INSUR COS-COMBINED (280300)		
31 DETROITBANK CORP	275,709	.33
32 ARGUS RESEARCH CORP	213,000	.26
ARGUS INVESTORS COUNSEL INC (213000)		
33 DELAWARE MANAGEMENT CO INC*	206,200	.25
34 ROBECO (HOLLAND)	200,000H	.24
35 MADISON FUND INC	200,000	.24
36 MARSHALL & ILSLEY CORP	190,399	.23
37 GENERAL REINSURANCE CORP	187,000	.22
38 MARSH & MCLENNAN COS INC<	182,300	.22
PUTNAM MNGT/FUNDS-COMBINED (182300)		
39 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	174,900	.21
40 AMES, JAMES B INTERESTS	172,452	.21
41 WILKINS & NANOVIC ASSOCIATES	170,000	.20
42 CHASE MANHATTAN CORP	168,904	.20
43 NATIONAL DETROIT CORP	166,503	.20
44 MERCANTILE BANCORPORATION INC	164,062	.20
TOTALS	29,793,216	36.37%

TOP 5 CONTROL 12.99% OF STOCK TOP 15 CONTROL 25.64% OF STOCK
TOP 10 CONTROL 20.34% OF STOCK TOP 20 CONTROL 28.91% OF STOCK

COLLINS & AIKMAN

(SHARES O/S: 11,200,000)

Principal Stockholders	Shares	%
1 GULF & WESTERN INDUSTRIES INC<	984,500	8.79
2 LEHN, COLLIE W	736,010J	6.57
3 MCCULLOUGH FAMILY INTERESTS#	688,379J	6.14
MCCULLOUGH, DONALD F & FAMILY (331154)		
MCCULLOUGH, ROBERT W & FAMILY (188565)		
FAMILY ESTATE (168660)		
4 BATTERYMARCH FINANCIAL MNGT CORP	621,000	5.54
5 FMR CORP	390,200	3.48
FIDELITY MNGT & RESEARCH CO* (390200)		
6 UNITED BANKS OF COLORADO INC	344,200	3.07
7 CAPITAL GROUP INC	315,000	2.81
CAPITAL RES & MNGT/FUNDS-COMBINED (315000)		
8 VILAS FISCHER ASSOCIATES LTD	263,600	2.35
9 CITY INVESTING CO<	200,000	1.78
HOME INSUR GROUP-COMBINED (200000)		
10 TORRAY, CLARK & CO INC	192,000	1.71
11 TRANSAMERICA CORP<	189,000	1.68
TRANSAMERICA INSUR COS/FDS-COMB (189000)		
12 TRUST CO OF GEORGIA	169,000	1.50
13 BANKERS TRUST NEW YORK CORP	160,000	1.42
14 WELLS FARGO & CO	158,550	1.41
15 THIRD NATIONAL CORP (TENN)	115,858	1.03
16 GIRARD CO	103,500	.92
COLLINS & AIKMAN - CONTINUED		
17 WESTERN BANCORPORATION<	85,200	.76
18 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	80,400	.71
19 PRINCETON UNIVERSITY	71,000F	.63
20 CONTINENTAL CORP<	60,000	.53
CONTINENTAL CORP/INSUR COS-COMB (60000)		
21 MORGAN (J P) & CO INC<	56,000	.50
22 STROKER, ROBERT M#	50,502J	.45
23 AMERICAN NATIONAL FINANCIAL CORP<	45,000	.40
AMER NATL INSUR COS/FDS-COMBINED (45000)		
24 BEA ASSOCIATES INC	40,100	.35
25 AMERICAN BANK & TRUST CO OF PENNSYLVANIA	38,100	.34
26 EATON FINANCIAL SERVICES LTD (CANADA)	30,000	.26
EATON FUND MANAGEMENT LTD*		
EATON BAY FUNDS-COMBINED (30000)		
27 FRISCH, MICHAEL G & FAMILY#	29,652J	.26
28 DAVIS, W LIPSCOMB JR	25,787J	.23
TOTALS	6,242,538	55.73%

TOP 5 CONTROL 30.53% OF STOCK TOP 15 CONTROL 49.35% OF STOCK
TOP 10 CONTROL 42.27% OF STOCK TOP 20 CONTROL 52.92% OF STOCK

COLT INDUSTRIES

(SHARES O/S: 12,868,000)

Principal Stockholders	Shares	%
1 TELEDYNE INC	1,184,555	9.20
TELEDYNE INSUR COS-COMBINED (1184555)		
2 CAPITAL GROUP INC	1,123,000	8.72
CAPITAL GUARDIAN TRUST CO (733000)		
CAPITAL RES & MNGT/FUNDS-COMBINED (390000)		
3 COLT INDUSTRIES INC	554,829J	4.31
COLT RETIR SAV PL FOR SAL EMPS (554829)		
4 DELAWARE MANAGEMENT CO INC*	496,828	3.86
5 DUPONT FAMILY INTERESTS	426,000	3.31
DU PONT (E I) DE NEMOURS & CO INC (426000)		
6 MORGAN (J P) & CO INC< (306000)	378,000	2.93
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (72000)		
7 REPUBLIC OF TEXAS CORP<	328,009	2.54
8 HELLER (WALTER E) INTERNATIONAL CORP	230,700	1.79
AMERICAN NATL BK & TR CO/CHICAGO (230700)		
9 TIAA-CREF	200,000	1.55
COLLEGE RETIREMENT EQUITIES FUND (200000)		
10 CHEMICAL NEW YORK CORP	167,300	1.30
11 STRICHMAN, GEORGE A#	152,488J	1.18
12 BARING BROTHERS INC (ENGLAND)	137,000	1.06
ENDOWMENT MANAGEMENT & RES CO* (137000)		
13 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	135,000J	1.04
14 FARMERS GROUP INC<	108,900	.84
FARMERS GROUP INSUR COS-COMBINED (108900)		
15 CRUM & FORSTER<	106,100	.82
CRUM & FORSTER INSUR COS-COMBINED (106100)		
16 AETNA LIFE & CASUALTY CO	104,000H	.80
AETNA INSUR COS/FDS-COMBINED (104000)		
17 MARGOLIS, DAVID I#	100,800J	.78
18 STANFORD UNIVERSITY	100,800G	.78
19 ATLANTIC RICHFIELD CO	100,000	.77
20 LYNCH, GERALD J#	91,062J	.70
21 G S I INC	90,000	.69
PENMARK INVESTMENTS INC (90000)		
22 MASSACHUSETTS FINANCIAL SERVICES INC*	80,000	.62
23 BATTERYMARCH FINANCIAL MNGT CORP	75,750	.58
24 MARSH & MCLENNAN COS INC<	60,000	.46
PUTNAM MNGT/FUNDS-COMBINED (60000)		
25 COLUMBIA MANAGEMENT CO*	58,150	.45
26 MANUFACTURERS NATIONAL CORP	54,253	.42
27 EQUITABLE BANCORPORATION	50,250	.39
28 FIRST WISCONSIN CORP	49,250	.38
29 HILTON, ANDREW C#	46,699D	.36
30 NATIONAL AVIATION & TECHNOLOGY CORP	45,000	.34
31 NEUBERGER & BERMAN*	39,249	.30
NEUBERGER & BER MNGT/FDS-COMBINED (39249)		
32 WASHINGTON DEPT OF RETIREMENT SYSTEMS	37,000	.28
33 FIRST KENTUCKY NATL CORP	35,748	.27
34 METROPOLITAN LIFE INSURANCE CO	33,600H	.26
35 FORD, WILLIAM D#	31,190J	.24

COLT INDUSTRIES - CONTINUED

	Principal Stockholders	Shares	%
36	SHEARSON LOEB RHOADES INC<	30,503	.23
	BOSTON CO INC (30503)		
	TOTALS	7,042,013	54.72%

TOP 5 CONTROL 29.41% OF STOCK TOP 15 CONTROL 44.51% OF STOCK
TOP 10 CONTROL 39.54% OF STOCK TOP 20 CONTROL 48.37% OF STOCK

COLUMBIA PICTURES INDUSTRIES

(SHARES O/S: 7,681,000)

	Principal Stockholders	Shares	%
1	ALLEN FAMILY INTERESTS#	499,800	6.50
	ALLEN, HERBERT A (334500)		
	ALLEN & CO INC (100500)		
	KRAMER, IRWIN H (64800)		
2	DONALDSON LUFKIN & JENRETTE INC<	455,600	5.93
3	CHEMICAL NEW YORK CORP	446,830	5.81
4	WEINTRAUB, SY#	380,000	4.94
5	DREYFUS CORP*	365,000	4.75
6	LINDNER FAMILY GROUP-AMERICAN FINANCIAL CORP<	302,500	3.93
	AMERICAN FIN INSUR COS-COMBINED (302500)		
7	STEIN ROE & FARNHAM*	282,200	3.67
8	FMR CORP	276,200	3.59
	FIDELITY MNGT & RESEARCH CO* (110000)		
	FMR/FUNDS-COMBINED (166200)		
9	BARING BROTHERS INC (ENGLAND)	254,300	3.31
	ENDOWMENT MANAGEMENT & RES CO* (254300)		
10	ROSENHAUS, MATTHEW B & FAMILY#	243,674	3.17
11	KREUZER, PHILIPP	187,000J	2.43
12	FRIED, LOUIS	159,508J	2.07
13	U S TRUST CORP	135,722	1.76
14	HELLER (WALTER E) INTERNATIONAL CORP	101,879	1.32
	AMERICAN NATL BK & TR CO/CHICAGO (101879)		
15	BANKAMERICA CORP<	98,000	1.27
16	JAFFE, LEO#	91,824	1.19
17	MORGAN (J P) & CO INC<	87,000	1.13
18	HARRIS BANKCORP INC	85,000	1.10
19	MANUFACTURERS HANOVER CORP<	75,000	.97
20	CITICORP<	59,000	.76
21	LUFKIN, DAN W#	50,000	.65
22	VINCENT, FRANCIS T#	43,633	.56
23	NEUBERGER & BERMAN+	40,622	.52
	NEUBERGER & BER MNGT/FDS-COMBINED (40622)		
24	BEA ASSOCIATES INC	40,500	.52
25	WELLS FARGO & CO	34,600	.45
26	FORSTMANN-LEFF ASSOCIATES	27,500	.35
27	COLUMBIA MANAGEMENT CO*	26,500	.34
28	RELIANCE GROUP INC	26,400H	.34
	RELIANCE INSUR COS-COMBINED (26400)		
29	WILMOT, JAMES P#	25,000H	.32
30	SCUDDER STEVENS & CLARK CO*	25,000	.32
31	MANNING & NAPIER ADVISORS INC	23,732	.30
32	FIRST MANHATTAN CO	20,300	.26
33	GUARDIAN CAPITAL GROUP LTD< (CANADA)	19,600	.25
	MUTAL FUNDS MNGT CORP OF CANADA LTD* (19600		
34	FISCHER, JOSEPH A#	18,365E	.23
35	STONE, ROBERT L#	18,334H	.23
	TOTALS	5,026,123	65.43%

TOP 5 CONTROL 27.95% OF STOCK TOP 15 CONTROL 54.52% OF STOCK
TOP 10 CONTROL 45.64% OF STOCK TOP 20 CONTROL 59.70% OF STOCK

COMBUSTION ENGINEERING

(SHARES O/S: 32,674,000)

	Principal Stockholders	Shares	%
1	CBT CORP	2,880,508J	8.81
	COMBUSTION ENGINEERING THRIFT-INVEST PL FOR SAL EMPS-8019 PCTS (2880508)		
2	MORGAN (J P) & CO INC<	1,190,400	3.64
3	KIRBY FAMILY GROUP-ALLEGHANY CORP<	1,063,600	3.25
	ALLEGHANY CORP (339600)		
	INVESTORS DIVERSIFIED SER INC*		
	IDS FUNDS-COMBINED (724000)		
4	KEMPER FAMILY GROUP	835,600	2.55
	KEMPER INSUR COS/FDS-COMBINED (835600)		
5	DONALDSON LUFKIN & JENRETTE INC<	566,900	1.73
6	MINNESOTA STATE BOARD OF INVESTMENT	482,000G	1.47

COMBUSTION ENGINEERING - CONTINUED

	Principal Stockholders	Shares	%
7	MERCANTILE BANCORPORATION INC	468,744	1.43
8	SWISS REINSURANCE CO (SWITZERLAND)	439,300	1.34
9	SEARS ROEBUCK & CO	410,000	1.25
	SEARS INVEST MNGT-PEN & SAVING PLS (410000)		
10	ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	338,000	1.03
	NEW COURT CAPITAL MNGT INC (338000)		
11	SUN LIFE ASSURANCE CO OF CANADA	324,700	.99
12	MARSH & MCLENNAN COS INC<	301,800	.92
	EBERSTADT ASSET MNGT/FDS-COMBINED (301800)		
13	MARYLAND STATE RETIREMENT SYSTEMS	300,000	.91
14	CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	300,000	.91
15	MIDLAND BANK GROUP< (ENGLAND)	271,672	.83
	CROCKER NATIONAL CORP (271672)		
16	CHEMICAL NEW YORK CORP	250,438	.76
17	SCUDDER STEVENS & CLARK CO*	249,876	.76
18	PRUDENTIAL INSURANCE CO OF AM	233,600	.71
	PRUDENTIAL INSUR COS/FUNDS-COMB (233600)		
19	BANKERS TRUST NEW YORK CORP	232,800	.71
20	NEUBERGER & BERMAN+	202,058	.61
	NEUBERGER & BER MNGT/FDS-COMBINED (202058)		
21	HONG KONG & SHANGHAI BANKING CORP	192,540	.58
	MARINE MIDLAND BANKS INC (192540)		
22	CONTINENTAL ILLINOIS CORP	183,727	.56
23	NEW YORK CITY TEACHERS RETIREMENT SYSTEM	160,100G	.48
24	CITICORP<	155,312	.47
25	NORTHERN TRUST CORP	149,007	.45
26	BANKERS LIFE CO	143,000	.43
27	WELLS FARGO & CO	142,248	.43
28	ANDRECOM ADVISORS CORP	138,800	.42
29	FIRST ATLANTA CORP	135,466	.41
30	NATIONAL CITY CORP	135,000	.41
31	FIRST NATIONAL BOSTON CORP	134,605	.41
32	HELLER (WALTER E) INTERNATIONAL CORP	125,740	.38
	AMERICAN NATL BK & TR CO/CHICAGO (125740)		
33	ROWE PRICE (T) & ASSOCIATES INC*	120,050	.36
34	GEORGIA STATE RETIREMENT SYSTEM	120,000	.36
35	LORD ABBETT & CO*	119,800	.36
36	ANCORP BANCSHARES INC	118,136	.36
37	MANLEY (CHARLES) ESTATE	114,076	.34
38	METROPOLITAN LIFE INSURANCE CO	106,900H	.32
39	NEW YORK LIFE INSURANCE CO	103,700	.31
40	NEW YORK STATE COMMON RETIREMENT FUND	102,000	.31
41	UNION CARBIDE CORP	98,200	.30
42	SANTRY, ARTHUR J JR#	96,276J	.29
43	MUTUAL LIFE ASSURANCE CO OF CANADA	96,000H	.29
44	PROVIDENT LIFE & ACCIDENT INSUR CO	85,600	.26
45	EXXON CORP	79,700	.24
46	FORSTMANN-LEFF ASSOCIATES	79,400	.24
47	FIRST BANK SYSTEM INC	68,868	.21
48	AMERITRUST CO	67,258	.20
49	BATTERYMARCH FINANCIAL MNGT CORP	67,000	.20
50	CHUBB CORP<	67,000	.20
	TOTALS	14,847,505	45.44%

TOP 5 CONTROL 20.00% OF STOCK TOP 15 CONTROL 31.13% OF STOCK
TOP 10 CONTROL 26.55% OF STOCK TOP 20 CONTROL 34.71% OF STOCK

COMMONWEALTH OIL REFINING

(SHARES O/S: 15,000,000)

	Principal Stockholders	Shares	%
1	TESORO PETROLEUM CORP	5,503,740J	36.69
	TOTALS	5,503,740	36.69%

TOP 5 CONTROL 36.69% OF STOCK TOP 15 CONTROL 36.69% OF STOCK
TOP 10 CONTROL 36.69% OF STOCK TOP 20 CONTROL 36.69% OF STOCK

CONAGRA

(SHARES O/S: 11,782,000)

	Principal Stockholders	Shares	%
1	PARK, ROY H#	333,900	2.83
2	FIRST BANK SYSTEM INC	270,714	2.29
3	U S TRUST CORP	265,300	2.25
4	OMAHA NATIONAL CORP	263,879	2.23
5	MORGAN (J P) & CO INC<	207,000	1.75
6	HARPER, CHARLES M#	171,160	1.45
7	CARTER, CLAUDE I#	168,034	1.42

CONAGRA - CONTINUED

Principal Stockholders	Shares	%
8 HILL, ROY B	163,500E	1.38
9 RENICK, MURRAY	154,826J	1.31
10 NATIONAL SECURITIES & RESEARCH CORP*	150,000	1.27
11 DAUGHERTY, ROBERT B#	123,686	1.04
12 MCGEHEE, L D#	112,584	.95
13 MERRILL LYNCH & CO INC<	109,000	.92
MERRILL LYNCH ASSET MNGT CO INC* (109000)		
14 FIRST NORTHWESTERN TRUST CO OF NEB	100,337	.85
15 FIRST CHICAGO CORP<	98,192	.83
16 KIRBY FAMILY GROUP-ALLEGHANY CORP<	93,300	.79
ALLEGHANY CORP (93300)		
17 GEISLER, RICHARD E#	86,000	.72
18 HARRELL, J H	72,327	.61
19 MUTUAL OF OMAHA INSURANCE CO	56,000	.47
MUTUAL INSUR COS/FDS-COMBINED (56000)		
20 FIRST MANHATTAN CO	52,800	.44
21 ST PAUL COMPANIES INC<	46,900	.39
ST PAUL INSUR COS/FDS-COMBINED (46900)		
22 STEIN ROE & FARNHAM*	46,800	.39
23 MORRISON, ROGER F#	43,786	.37
24 FIRST NATIONAL LINCOLN CORP	33,860	.28
25 ADCOX, WILLARD T#	33,146	.28
26 COOPER, JIM B#	26,768	.22
TOTALS	3,283,799	27.87%

TOP 5 CONTROL 11.38% OF STOCK   TOP 15 CONTROL 22.84% OF STOCK
TOP 10 CONTROL 18.23% OF STOCK   TOP 20 CONTROL 25.90% OF STOCK

CONE MILLS

(SHARES O/S: 5,817,000)

Principal Stockholders	Shares	%
1 CONE FAMILY INTERESTS#	1,413,156J	24.29
CONE, BENJAMIN (510000)		
CONE, CEASAR II (600000)		
CONE, CEASAR III (9300)		
CONE, HERMAN JR (232576)		
CONE, CLARENCE (30272)		
KIMMEL, JEANETTE C (31008)		
2 DONALDSON LUFKIN & JENRETTE INC<	213,500	3.67
3 BATTERYMARCH FINANCIAL MNGT CORP	99,400	1.70
4 PROVIDENT NATIONAL CORP<	96,600	1.66
5 ILLINOIS MUNICIPAL RETIREMENT FUND	55,000	.94
6 LEHMAN BROTHERS KUHN LOEB INC (28400)	46,100	.79
LEHMAN MANAGEMENT CO INC* (17700)		
7 N C N B CORP<	45,193	.77
8 WASHINGTON DEPT OF RETIREMENT SYSTEMS	34,200	.58
9 MORRIS, LEWIS S#	29,538J	.50
10 EQUITABLE LIFE ASSUR SOCIETY OF US	24,000	.41
11 JEFFERSON-PILOT CORP<	22,000	.37
12 WELLS FARGO & CO	21,900	.37
13 THORDIKE DORAN PAINE & LEWIS	18,900	.32
THORNDIKE-WELLINGTON FUNDS-COMB (18900)		
14 WACHOVIA CORP	18,166	.31
15 NEUBERGER & BERMAN+	18,100	.31
NEUBERGER & BER MNGT/FDS-COMBINED (18100)		
16 SCUDDER STEVENS & CLARK CO*	17,690	.30
17 COLORADO NATIONAL BANKSHARES INC	15,650	.26
TOTALS	2,189,093	37.63%

TOP 5 CONTROL 32.27% OF STOCK   TOP 15 CONTROL 37.05% OF STOCK
TOP 10 CONTROL 35.35% OF STOCK   TOP 20 CONTROL 37.63% OF STOCK

CONOCO

(SHARES O/S: 107,633,000)

Principal Stockholders	Shares	%
1 BANKERS TRUST NEW YORK CORP	5,629,206	5.23
CONOCO THRIFT PLAN/12190 PCTS (2802854)		
CONOCO ESOP/17000 PCTS (485000)		
CONSOLIDATION COAL INV PL/3832 (1817096)		
2 NEWMONT MINING CORP	3,511,848	3.26
3 CAPITAL GROUP INC	3,498,600	3.25
CAPITAL GUARDIAN TRUST CO (2266500)		
CAPITAL RES & MNGT/FUNDS-COMBINED (1232100)		
4 CITICORP<	2,390,180	2.22
5 MANUFACTURERS HANOVER CORP< (456250)	1,512,616	1.40
EDIE (LIONEL D) & CO INC (1056366)		

CONOCO - CONTINUED

Principal Stockholders	Shares	%
6 TIAA-CREF	1,187,700	1.10
COLLEGE RETIREMENT EQUITIES FUND (1187700)		
7 MELLON NATIONAL CORP	1,157,203	1.07
8 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,051,300	.97
9 BROWN BROS HARRIMAN & CO	1,034,509	.96
10 ROWE PRICE (T) & ASSOCIATES INC*	960,198	.89
11 UNITED STATES STEEL CORP	917,760	.85
US STEEL & CARNEGIE PENSION TR (917760)		
12 LORD ABBETT & CO*	895,610	.83
13 NEW YORK STATE TEACHERS RETIR FUND	871,000	.80
14 PRUDENTIAL INSURANCE CO OF AM	762,800	.70
PRUDENTIAL INSUR COS/FUNDS-COMB (762800)		
15 FIRST NATIONAL BOSTON CORP	760,135	.70
16 HARRIS BANKCORP INC	742,000	.68
17 BANK OF NEW YORK CO INC	729,291	.67
18 BANCOKLAHOMA CORP/BK OF OKLAHOMA NA	707,278	.65
19 SHEARSON LOEB RHOADES INC<	703,053	.65
BOSTON CO INC (703053)		
20 WELLS FARGO & CO	636,385	.59
21 GENERAL ELECTRIC CO	630,000	.58
GENERAL ELECTRIC PENSION TRUST (630000)		
22 FIRST CHICAGO CORP<	621,058	.57
23 U S TRUST CORP	616,204	.57
24 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	576,000J	.53
25 WESTERN BANCORPORATION<	545,737	.50
26 NORTHERN TRUST CORP	536,788	.49
27 BANKERS LIFE CO	531,900	.49
28 NEW JERSEY DIVISION OF INVESTMENTS	530,000J	.49
29 MINNESOTA STATE BOARD OF INVESTMENT	505,200G	.46
30 MARSH & MCLENNAN COS INC<	504,000	.46
EBERSTADT ASSET MNGT/FDS-COMBINED (504000)		
31 CHASE MANHATTAN CORP	501,859	.46
32 MASSACHUSETTS FINANCIAL SERVICES INC*	480,000	.44
33 PROVIDENT NATIONAL CORP<	473,038	.43
34 TELEDYNE INC	463,200	.43
TELEDYNE INSUR COS-COMBINED (463200)		
35 MERCANTILE BANCORPORATION INC	461,715	.42
36 STATE FARM MUTL AUTOMOBILE INSUR CO	432,000H	.40
STATE FARM INSUR COS-COMBINED (432000)		
37 MORGAN (J P) & CO INC<	424,000	.39
38 WISCONSIN INVESTMENT BOARD	418,700	.38
39 GEORGIA STATE RETIREMENT SYSTEM	415,000	.38
40 HELLER (WALTER E) INTERNATIONAL CORP	414,707	.38
AMERICAN NATL BK & TR CO/CHICAGO (414707)		
41 ROBECO (HOLLAND)	400,000H	.37
42 FIRST UNION BANCORP	398,289	.37
43 AMERITRUST CO	394,822	.36
44 GIRARD CO	377,320	.35
45 NORTHWEST BANCORPORATION<	337,593	.31
NORTHWESTERN NATL BK MINNEAPOLIS (337593)		
46 FORD FOUNDATION	328,000	.30
47 FIRST ATLANTA CORP	326,482	.30
48 CHEMICAL NEW YORK CORP	324,027	.30
49 BRUNDAGE STORY & ROSE	312,203	.29
50 AMERICAN EXPRESS CO<	305,000	.28
AMERICAN EXP INSUR COS-COMBINED (305000)		
51 BJURMAN (GEORGE D) & ASSOCIATES	301,700	.28
52 WERTHEIM & CO INC	301,331	.27
53 KIRBY FAMILY GROUP-ALLEGHANY CORP<	300,000	.27
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (300000)		
54 TEXAS PERMANENT SCHOOL FUND	297,200	.27
55 EATON & HOWARD VANCE SANDERS INC	295,450	.27
EATON & HOWARD VANCE/FDS-COMB (295450)		
56 SECURITY NEW YORK STATE CORP	292,393J	.27
57 FIDELCOR INC	283,601	.26
58 CONTINENTAL CORP<	280,000	.26
CONTINENTAL CORP/INSUR COS-COMB (280000)		
59 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	280,000	.26
60 GENERAL ACCID FIRE & LIFE INSUR (ENG)	270,764H	.25
GENERAL ACCID INSUR COS-COMBINED (270764)		
61 MARYLAND NATIONAL CORP	264,212	.24
REDWOOD CAPITAL MNGT INC (264212)		
62 JOHN HANCOCK MUTUAL LIFE INSUR CO	263,20	.24
JOHN HANCOCK/FUNDS-COMBINED (263200)		
63 STEIN ROE & FARNHAM*	237,376	.22
64 TEXAS TEACHERS RETIR SYSTEM	233,700	.21

CONOCO - CONTINUED

Principal Stockholders	Shares	%
65 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	233,092H	.21
HARTFORD FIRE INSUR COS-COMBINED (233092)		
66 METROPOLITAN LIFE INSURANCE CO	229,250H	.21
67 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	229,100	.21
68 FIRST PENNSYLVANIA CORP	227,841	.21
69 CBT CORP	227,478	.21
70 BOATMENS BANKSHARES INC	227,121	.21
71 BATTERYMARCH FINANCIAL MNGT CORP	225,100	.20
72 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	222,800G	.20
73 FIDUCIARY TRUST CO OF NEW YORK	216,071	.20
FIDUCIARY TRUST/FUNDS-COMBINED (216071)		
74 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	214,800	.19
TOTALS	49,397,094	45.89%

TOP 5 CONTROL 15.36% OF STOCK   TOP 15 CONTROL 24.28% OF STOCK
TOP 10 CONTROL 20.37% OF STOCK   TOP 20 CONTROL 27.55% OF STOCK

CONSOLIDATED FOODS

(SHARES O/S: 29,506,000)

Principal Stockholders	Shares	%
1 CUMMINGS FAMILY INTERESTS#	1,147,723	3.88
CUMMINGS, NATHAN (1034259)		
MAYER, BEATRICE C & FAMILY ASSOC (113464)		
2 REPUBLIC OF TEXAS CORP<	794,400	2.69
3 FIRST CHICAGO CORP<	783,271	2.65
4 SELIGMAN (J & W) & CO+	495,000	1.67
SELIGMAN/FUNDS-COMBINED (495000)		
5 TIAA-CREF	444,000	1.50
COLLEGE RETIREMENT EQUITIES FUND (444000)		
6 MARYLAND NATIONAL CORP	431,450	1.46
REDWOOD CAPITAL MNGT INC (431450)		
7 SHUFRO ROSE & EHRMAN	368,900	1.25
8 MORGAN (J P) & CO INC<	357,000	1.20
9 MINNESOTA STATE BOARD OF INVESTMENT	332,200G	1.12
10 FIRST NATIONAL BOSTON CORP	329,085	1.11
11 SEARS ROEBUCK & CO	327,266	1.10
ALLSTATE INSUR COS/FDS-COMBINED (327266)		
12 DELAWARE MANAGEMENT CO INC*	309,500	1.04
13 DENDRINOS, PETER C & FAMILY	306,445Y	1.03
14 LINCOLN NATIONAL CORP<	299,466	1.01
LINCOLN NATL INSUR/FDS-COMBINED (299466)		
15 FORD FOUNDATION	279,000	.94
16 THORDIKE DORAN PAINE & LEWIS	275,000	.93
THORNDIKE-WELLINGTON FUNDS-COMB (275000)		
17 TISCH FAMILY GROUP	262,400	.88
CNA INSUR COS/FDS-COMBINED (262400)		
18 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	255,400	.86
19 MASSACHUSETTS MUTUAL LIFE INSUR CO	247,000	.83
MASS MUTUAL INSUR CO/FUNDS-COMB (247000)		
20 CHASE MANHATTAN CORP	243,300	.82
21 NEW ENGLAND MUTUAL LIFE INSUR CO	241,166	.81
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (241166)		
22 DENNOS, MICHAEL H & FAMILY	213,615Y	.72
23 PHIPPS FAMILY INTERESTS	198,800	.67
BESSEMER TRUST CO NA (198800)		
24 I N C O LTD (CANADA)	192,800	.65
I N C O CAPITAL MANAGEMENT INC (192800)		
25 FIRST BANK SYSTEM INC	173,133	.58
26 NEW YORK STATE COMMON RETIREMENT FUND	168,400H	.57
27 MIDLAND BANK GROUP< (ENGLAND)	165,455	.56
CROCKER NATIONAL CORP (165455)		
28 NATIONAL LIFE INSURANCE CO	160,000	.54
NATL INSUR COS & SENTINEL FDS (160000)		
29 MANUFACTURERS HANOVER CORP<	157,380	.53
EDIE (LIONEL D) & CO INC (157380)		
30 OPPENHEIMER HOLDINGS INC+	144,200	.48
31 G S I INC	141,000	.47
PENMARK INVESTMENTS INC (141000)		
32 MARSH & MCLENNAN COS INC<	125,000	.42
PUTNAM MNGT/FUNDS-COMBINED (125000)		
33 FIRST MANHATTAN CO	123,300	.41
34 MARINE BANCORP INC	118,700	.40
35 ILLINOIS STATE TEACHERS RETIR SYSTEM	118,400J	.40
36 BRYAN, JOHN H JR & FAMILY#	116,685	.39
37 WINTERS NATIONAL CORP	89,969	.30

CONSOLIDATED FOODS - CONTINUED

Principal Stockholders	Shares	%
38 STONE FAMILY ASSOCIATES	88,675X	.30
STONE, CHRISTOPHER (34541)		
STONE, LIONEL S (19593)		
STONE, PETER L (34541)		
39 NORTHERN TRUST CORP	88,303	.29
40 ZIVIN, NAT#	84,275J	.28
41 PROVIDENT NATIONAL CORP<	82,000	.27
42 LIBERTY NATIONAL LIFE INSUR CO	75,000H	.25
43 U S TRUST CORP	72,634	.24
44 FIDUCIARY TRUST CO OF NEW YORK	71,245	.24
FIDUCIARY TRUST/FUNDS-COMBINED (71245)		
45 MC MORGAN & CO	65,634	.22
46 CAPITAL GROUP INC	65,000	.22
CAPITAL RES & MNGT/FUNDS-COMBINED (65000)		
47 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	61,200	.20
NEW COURT CAPITAL MNGT INC (61200)		
48 BATTERYMARCH FINANCIAL MNGT CORP	60,500	.20
TOTALS	11,750,275	39.82%

TOP 5 CONTROL 12.41% OF STOCK   TOP 15 CONTROL 23.73% OF STOCK
TOP 10 CONTROL 18.58% OF STOCK   TOP 20 CONTROL 28.08% OF STOCK

CONSOLIDATED PAPERS

(SHARES O/S: 10,740,000)

Principal Stockholders	Shares	%
1 MEAD FAMILY AFFILIATES#	4,711,692J	43.87
MEAD SECURITIES CORP (2247980)		
MEAD, WALTER JR (11326)		
MEAD, RICHARD D SR FAMILY (47320)		
MEAD, STANTON FAMILY (39023)		
BOYCE, IRA F (4450)		
BELL, MRS HOWARD J (5747)		
2 WESTERN BANCORPORATION<	180,820	1.68
3 BARNETT BANKS OF FLORIDA INC	95,000	.88
4 RAINIER BANCORPORATION	52,800	.49
5 LINCOLN NATIONAL CORP<	39,000	.36
LINCOLN NATL INSUR/FDS-COMBINED (39000)		
6 MORGAN (J P) & CO INC<	38,000	.35
7 NEUBERGER & BERMAN+	35,200	.32
NEUBERGER & BER MNGT/FDS-COMBINED (35200)		
8 FIRST MANHATTAN CO	32,600	.30
9 FIRST PENNSYLVANIA CORP	28,600	.26
10 MAGNAVEST CORP<	28,000	.26
PILGRIM CAPITAL MANAGEMENT CORP* (28000)		
11 MERRILL LYNCH & CO INC<	24,000	.22
MERRILL LYNCH ASSET MNGT CO INC* (24000)		
TOTALS	5,265,712	49.02%

TOP 5 CONTROL 47.29% OF STOCK   TOP 15 CONTROL 49.02% OF STOCK
TOP 10 CONTROL 48.80% OF STOCK   TOP 20 CONTROL 49.02% OF STOCK

CONTINENTAL GROUP

(SHARES O/S: 32,627,000)

Principal Stockholders	Shares	%
1 DELAWARE MANAGEMENT CO INC*	1,075,200	3.29
2 TIAA-CREF	905,000	2.77
COLLEGE RETIREMENT EQUITIES FUND (905000)		
3 CONTINENTAL ILLINOIS CORP	800,964	2.45
4 MORGAN (J P) & CO INC<	572,000	1.75
5 TEXAS TEACHERS RETIR SYSTEM	540,300	1.65
6 STRALEM & CO INC	513,200	1.57
7 MANUFACTURERS HANOVER CORP< (148815)	513,033	1.57
EDIE (LIONEL D) & CO INC (364218)		
8 BATTERYMARCH FINANCIAL MNGT CORP	509,300	1.56
9 MARYLAND NATIONAL CORP	414,600	1.27
REDWOOD CAPITAL MNGT INC (414600)		
10 FIRST NATIONAL BOSTON CORP	393,795	1.20
11 AMERITRUST CO	391,096	1.19
12 FIRST ATLANTA CORP	315,954	.96
13 FORD FOUNDATION	305,600	.93
14 NEW YORK STATE TEACHERS RETIR FUND	278,300	.85
15 PROVIDENT NATIONAL CORP<	269,997	.82
16 NATIONWIDE MUTUAL INSUR CO	258,100H	.79
NATIONWIDE INSUR COS/FUNDS-COMB (258100)		
17 WELLS FARGO & CO	253,423	.77

CONTINENTAL GROUP - CONTINUED

Principal Stockholders	Shares	%
18 FIDUCIARY TRUST CO OF NEW YORK	248,773	.76
FIDUCIARY TRUST/FUNDS-COMBINED (248773)		
19 FIRST & MERCHANTS CORP	236,216	.72
20 UNITED VIRGINIA BANKSHARES INC	234,671	.71
21 UNITED STATES STEEL CORP	232,650	.71
US STEEL & CARNEGIE PENSION TR (232650)		
22 BANKERS TRUST NEW YORK CORP	218,385	.66
23 TRAVELERS CORP<	198,000	.60
TRAVELERS/KEYSTONE FUNDS-COMBINED (198000)		
24 GREEN (DAVID J) & CO	193,500	.59
25 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	182,309	.55
BANK OF CALIFORNIA NA (182309)		
26 FIRST INTERNATIONAL BANCSHARES INC	175,961	.53
27 FEDERATED INVESTORS INC<	163,000	.49
FEDERATED RESEARCH CORP*		
FEDERATED RESEARCH FUNDS-COMBINED (163000		
28 HELLER (WALTER E) INTERNATIONAL CORP	156,914	.48
AMERICAN NATL BK & TR CO/CHICAGO (156914)		
29 GENERAL ELECTRIC CO	150,000	.45
GENERAL ELECTRIC PENSION TRUST (150000)		
30 FLORIDA STATE BOARD OF ADMINISTRATION	150,000	.45
31 FIRST CHICAGO CORP<	149,416	.45
32 METROPOLITAN LIFE INSURANCE CO	138,600H	.42
33 NATIONAL LIFE INSURANCE CO	125,000	.38
NATL INSUR COS & SENTINEL FDS (125000)		
34 U S TRUST CORP	115,315	.35
35 NATIONAL DETROIT CORP	112,470	.34
36 GEICO CORP	112,000	.34
37 GEORGIA STATE RETIREMENT SYSTEM	110,000	.33
38 DUPONT FAMILY INTERESTS	102,643	.31
WILMINGTON TRUST CO (102643)		
39 NATIONAL SECURITIES & RESEARCH CORP*	100,000	.30
40 STATE STREET BOSTON CORP	97,228	.29
41 SHUFRO ROSE & EHRMAN	96,290	.29
42 TISCH FAMILY GROUP	90,000	.27
CNA INSUR COS/FDS-COMBINED (90000)		
43 BANKAMERICA CORP<	87,064	.26
44 FIRST PENNSYLVANIA CORP	82,761	.25
45 FORT WAYNE NATIONAL BK	81,731	.25
46 ARGUS RESEARCH CORP	74,100	.22
ARGUS INVESTORS COUNSEL INC (74100)		
47 MARSHALL & ILSLEY CORP	74,078	.22
48 RAINIER BANCORPORATION	73,754	.22
49 STATE STREET RESEARCH & MANAGEMENT CO*	72,000	.22
50 CHARTER CO<	70,969	.21
FOUNDERS MNGR/FUNDS-COMBINED (70969)		
51 VIRGINIA NATIONAL BANKSHARES INC	69,468	.21
TOTALS	12,885,228	39.49%

TOP 5 CONTROL 11.93% OF STOCK TOP 15 CONTROL 23.90% OF STOCK
TOP 10 CONTROL 19.11% OF STOCK TOP 20 CONTROL 27.67% OF STOCK

CONTROL DATA

(SHARES O/S 18,470,000)

Principal Stockholders	Shares	%
1 MORGAN (J P) & CO INC< (1721000)	1,871,000	10.12
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (150000)		
2 CITICORP<	693,300	3.75
3 DUPONT FAMILY INTERESTS	630,000	3.41
DU PONT (E I) DE NEMOURS & CO INC (630000)		
4 KIRBY FAMILY GROUP-ALLEGHANY CORP<	576,250	3.11
ALLEGHANY CORP (268250)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (308000)		
5 BANKAMERICA CORP<	517,190	2.80
6 NEUBERGER & BERMAN+	447,013	2.42
NEUBERGER & BER MNGT/FDS-COMBINED (447013)		
7 CENTURY CAPITAL ASSOCIATES	427,000	2.31
8 BANKERS TRUST NEW YORK CORP	413,614	2.23
9 NORRIS, WILLIAM C & FAMILY*	377,311	2.04
10 PIONEER GROUP INC	339,500	1.83
PIONEERING MNGT/FUNDS-COMB		
11 MARYLAND STATE RETIREMENT SYSTEMS	335,000	1.81
12 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	321,000	1.73
NEW COURT CAPITAL MNGT INC (321000)		

CONTROL DATA - CONTINUED

Principal Stockholders	Shares	%
13 BARING BROTHERS INC (ENGLAND)	306,300	1.65
ENDOWMENT MANAGEMENT & RES CO* (306300)		
14 TRUST CO OF THE WEST	241,000	1.30
T C W ASSET MANAGEMENT CO (241000)		
15 STEIN ROE & FARNHAM*	233,358	1.26
16 NATIONAL SECURITIES & RESEARCH CORP*	164,100	.88
NSR ASSET MNGT/FUNDS-COMBINED (164100)		
17 SHEARSON LOEB RHOADES INC<	157,513	.85
BERNSTEIN-MACAULEY INC (45600)		
BOSTON CO INC (111913)		
18 COLUMBIA MANAGEMENT CO*	155,750	.84
19 WEISS PECK & GREER*	142,400	.77
20 OPPENHEIMER HOLDINGS INC+	135,000	.73
OPPENHEIMER FUNDS-COMBINED (135000)		
21 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	128,000G	.69
22 KENNEDY ASSOCIATES INC	125,925	.68
23 CONTINENTAL INVESTMENT CORP<	125,000	.67
WADDELL & REED FDS-COMBINED (125000)		
24 WERTHEIM & CO INC	118,100	.63
25 BRISTOL, JOHN W INTERESTS	115,345	.62
BRISTOL (JOHN W) & CO INC (115345)		
26 MANUFACTURERS LIFE INSUR CO (CANADA)	111,500	.60
27 AMERICAN NATIONAL FINANCIAL CORP<	109,000H	.59
AMER NATL INSUR COS/FDS-COMBINED (109000)		
28 FIRST NATIONAL BANCORP INC	104,400	.56
29 MIDLAND BANK GROUP< (ENGLAND)	98,145	.53
CROCKER NATIONAL CORP (98145)		
30 U S TRUST CORP	87,320	.47
31 FMR CORP	78,300	.42
FMR/FUNDS-COMBINED (78300)		
32 WESTERN BANCORPORATION<	68,410	.37
33 STATE MTL LIFE ASSUR CO OF AMERICA	65,000	.35
STATE MTL LIFE INSUR/FDS-COMBINED (65000)		
34 WELLS FARGO & CO	64,900	.35
35 BEA ASSOCIATES INC	60,600	.32
36 TRAVELERS CORP<	56,600	.30
TRAVELERS/KEYSTONE FUNDS-COMBINED (56600)		
37 HELLER (WALTER E) INTERNATIONAL CORP	56,595	.30
AMERICAN NATL BK & TR CO/CHICAGO (56595)		
38 FIRST BANK SYSTEM INC	54,519	.29
39 INTER-REGIONAL FINANCIAL CORP	53,000	.28
INVESTMENT ADVISERS INC (53000)		
40 CONTROL DATA CORP	50,000	.27
COMMERCIAL CREDIT/INS COS-COMBINED (50000)		
41 THORDIKE DORAN PAINE & LEWIS	49,800	.26
THORNDIKE-WELLINGTON FUNDS-COMB (49800)		
42 CHARTER CO<	48,800	.26
FOUNDERS MNGR/FUNDS-COMBINED (48800)		
43 MINNESOTA STATE BOARD OF INVESTMENT	47,000G	.25
44 SUN LIFE ASSURANCE CO OF CANADA	45,164	.24
45 MARSH & MCLENNAN COS INC<	42,000	.22
PUTNAM MNGT/FUNDS-COMBINED (42000)		
46 BULLOCK (CALVIN) LTD*	40,600	.21
47 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	40,000	.21
48 CONNECTICUT STATE TRUST FUND	39,000J	.21
49 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	38,800J	.21
TOTALS	10,605,422	57.41%

TOP 5 CONTROL 23.21% OF STOCK TOP 15 CONTROL 41.84% OF STOCK
TOP 10 CONTROL 34.06% OF STOCK TOP 20 CONTROL 45.93% OF STOCK

COOPER INDUSTRIES

(SHARES O/S 29,832,000)

Principal Stockholders	Shares	%
1 SAROFIM (FAYEZ) & CO	2,065,507	6.92
2 PRUDENTIAL INSURANCE CO OF AM	1,470,752	4.93
PRUDENTIAL INSUR COS/FUNDS-COMB (1470752)		
3 MARSH & MCLENNAN COS INC<	715,000	2.39
PUTNAM MNGT/FUNDS-COMBINED (715000)		
4 DUPONT FAMILY INTERESTS	634,000	2.12
DU PONT (E I) DE NEMOURS & CO INC (634000)		
5 CITICORP<	589,576	1.97
6 MORGAN (J P) & CO INC< (468000)	533,000	1.78
MORGAN GUARANTY TRUST CO OF NY.		
MORGAN GUARANTY FUNDS-COMBINED (65000)		
7 FIDUCIARY TRUST CO OF NEW YORK	497,809	1.66
FIDUCIARY TRUST/FUNDS-COMBINED (497809)		

Principal Stockholders	Shares	%
COOPER INDUSTRIES - CONTINUED		
8 DONALDSON LUFKIN & JENRETTE INC<	442,654	1.48
9 MIDLAND BANK GROUP< (ENGLAND)	415,202	1.39
CROCKER NATIONAL CORP (415202)		
10 THORDIKE DORAN PAINE & LEWIS	382,626	1.28
THORNDIKE-WELLINGTON FUNDS-COMB (382625)		
11 CAPITAL GROUP INC	368,300	1.23
CAPITAL GUARDIAN TRUST CO (368300)		
12 SEARS ROEBUCK & CO	353,000	1.18
SEARS INVEST MNGT-PEN & SAVING PLS (353000)		
13 PROVIDENT NATIONAL CORP<	337,506	1.13
14 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	301,400	1.01
15 NORTHWEST BANCORPORATION< (206382)	271,500	.91
NORTHWESTERN NATL BK MINNEAPOLIS (65118)		
16 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	258,800	.86
AM INTERNL INSUR COS-COMBINED (258800)		
17 MELLON NATIONAL CORP	254,803	.85
18 GENERAL ELECTRIC CO	247,400	.82
GENERAL ELECTRIC PENSION TRUST (247400)		
19 CHEMICAL NEW YORK CORP	211,591	.70
20 CONTINENTAL ILLINOIS CORP	173,688	.58
21 BANKERS TRUST NEW YORK CORP	172,738	.57
22 GIRARD CO	171,860	.57
23 EQUITABLE LIFE ASSUR SOCIETY OF US	159,000	.53
24 MERCANTILE BANCORPORATION INC	157,646	.52
25 HONG KONG & SHANGHAI BANKING CORP	150,098	.50
MARINE MIDLAND BANKS INC (150098)		
26 ROWE PRICE (T) & ASSOCIATES INC*	143,900	.48
27 AMERITRUST CO	143,067	.47
28 WELLS FARGO & CO	141,554	.47
29 AMERICAN GENERAL INSURANCE CO<	140,000	.46
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (140000)		
30 WESTERN BANCORPORATION<	132,941	.44
31 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	132,366G	.44
32 CIZIK, ROBERT#	131,009	.43
33 FORD FOUNDATION	126,100	.42
34 PEW FAMILY INTERESTS	123,620	.41
35 BANKERS LIFE CO	123,120	.41
36 LIBERTY NATIONAL CORP	122,686	.41
LIBERTY NATL BK & TR CO OF OAKL (122686)		
37 FIRST CHICAGO CORP<	121,446	.40
38 ATLANTA CAPITAL MNGT CORP	111,410	.37
39 SEAFIRST CORP	108,989	.36
40 MC MORGAN & CO	105,482	.35
41 MERCANTILE TEXAS CORP	104,425	.35
42 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	100,000	.33
43 SHEARSON LOEB RHOADES INC<	97,971	.32
BOSTON CO INC (97971)		
44 RICE UNIVERSITY	96,000	.32
45 HELLER (WALTER E) INTERNATIONAL CORP	91,572	.30
AMERICAN NATL BK & TR CO/CHICAGO (91572)		
46 PENN MUTUAL LIFE INSURANCE CO	89,800	.30
47 BJURMAN (GEORGE D) & ASSOCIATES	89,600	.30
48 WINTERS NATIONAL CORP	89,010	.29
49 FIRST INTERNATIONAL BANCSHARES INC	89,000	.29
50 BANK OF NEW YORK CO INC	86,436	.28
51 CONTINENTAL CORP<	84,700	.28
CONTINENTAL CORP/INSUR COS-COMB (84700)		
52 NAUGLE, THOMAS E#	83,820G	.28
53 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	78,000H	.26
HARTFORD FIRE INSUR COS-COMBINED (78000)		
54 GENERAL ACCID FIRE & LIFE INSUR (ENG)	77,498H	.25
GENERAL ACCID INSUR COS-COMBINED (77498)		
55 FARMERS GROUP INC<	76,700	.25
FARMERS GROUP INSUR COS-COMBINED (76700)		
56 JOHN HANCOCK MUTUAL LIFE INSUR CO	74,900	.25
JOHN HANCOCK/FUNDS-COMBINED (74900)		
57 MILLER, E L#	72,776	.24
58 DYER, ROBERT BRUCE#	70,012J	.23
59 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	69,906	.23
60 BOATMENS BANKSHARES INC	68,738	.23
61 SCUDDER STEVENS & CLARK CO*	68,402	.22
62 HARRIS BANKCORP INC	65,000	.21
63 ILLINOIS MUNICIPAL RETIREMENT FUND	65,000	.21
64 SECURITY PACIFIC CORP<	62,278	.20

Principal Stockholders	Shares	%
COOPER INDUSTRIES - CONTINUED		
65 CRUM & FORSTER<	60,200	.20
CRUM & FORSTER INSUR COS-COMBINED (60200)		
TOTALS	15,254,890	51.13%

TOP 5 CONTROL 18.35% OF STOCK   TOP 15 CONTROL 31.43% OF STOCK
TOP 10 CONTROL 25.96% OF STOCK   TOP 20 CONTROL 35.27% OF STOCK

COPPERWELD

(SHARES O/S: 5,708,000)

1 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	3,783,949J	66.29
IMETEL (3783949)		
2 BANKERS LIFE CO	132,800	2.32
3 BATTERYMARCH FINANCIAL MNGT CORP	122,800	2.15
4 BRYAN, ANTHONY J A	97,458J	1.70
5 KAPLAN, IRVING M J#	22,988J	.40
6 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	22,000G	.38
7 ALLENDALE GROUP<	20,000	.35
ALLENDALE INSUR COS-COMBINED (20000)		
8 BREEDLOVE, HOWELL A JR#	19,382J	.33
TOTALS	4,221,377	73.95%

TOP 5 CONTROL 72.88% OF STOCK   TOP 15 CONTROL 73.95% OF STOCK
TOP 10 CONTROL 73.95% OF STOCK   TOP 20 CONTROL 73.95% OF STOCK

CORNING GLASS WORKS

(SHARES O/S: 17,705,000)

1 HOUGHTON FAMILY INTERESTS#	3,076,649J	17.37
HOUGHTON, AMORY (428375)		
HOUGHTON, ARTHUR A (192050)		
HOUGHTON, AMORY JR & FAMILY (122183)		
HOUGHTON, JAMES R & FAMILY (111830)		
FAMILY TRUSTS (2222211)		
2 STATE FARM MUTL AUTOMOBILE INSUR CO	898,800H	5.07
STATE FARM INVESTMENT MNGT CORP* (85900)		
STATE FARM INSUR COS-COMBINED (812900)		
3 LAZARD FRERES & CO	503,390	2.84
4 FIRST NATIONAL BOSTON CORP	461,985	2.60
5 BROWN BROS HARRIMAN & CO	461,219	2.60
6 CAPITAL GROUP INC	461,000	2.60
CAPITAL GUARDIAN TRUST CO (461000)		
7 NEW JERSEY DIVISION OF INVESTMENTS	360,000J	2.03
8 CONTINENTAL CORP<	353,250	1.99
CONTINENTAL CORP/INSUR COS-COMB (353250)		
9 U S TRUST CORP	323,368	1.82
10 DODGE & COX INC*	312,534	1.76
11 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	290,000	1.63
12 AFFILIATED BANKSHARES OF COLORADO INC	278,015	1.57
13 MORGAN (J P) & CO INC<	230,000	1.29
14 BANKAMERICA CORP<	210,177	1.18
15 UNITED STATES STEEL CORP	170,150	.96
US STEEL & CARNEGIE PENSION TR (170150)		
16 ROULSTON & CO INC	163,120	.92
17 CITICORP<	157,925	.89
18 BEA ASSOCIATES INC	146,589	.82
19 NATIONAL SECURITIES & RESEARCH CORP*	141,500	.79
NSR ASSET MNGT/FUNDS-COMBINED (141500)		
20 BARING BROTHERS INC (ENGLAND)	140,500	.79
ENDOWMENT MANAGEMENT & RES CO* (140500)		
21 WELLS FARGO & CO	126,704	.71
22 MARYLAND STATE RETIREMENT SYSTEMS	125,750	.71
23 SALOMON BROTHERS	104,900	.59
24 STRALEM & CO INC	103,600	.58
25 CENTRAN CORP	101,002	.57
26 METROPOLITAN LIFE INSURANCE CO	98,800H	.55
27 KEMPER FAMILY GROUP	89,700	.50
KEMPER INSUR COS/FDS-COMBINED (89700)		
28 NEW YORK STATE COMMON RETIREMENT FUND	84,768H	.47
29 NATIONWIDE MUTUAL INSUR CO	84,000H	.47
NATIONWIDE INSUR COS/FUNDS-COMB (84000)		
30 MARINE BANCORP INC	75,000	.42
31 ILLINOIS STATE TEACHERS RETIR SYSTEM	75,000J	.42
32 HERITAGE WISCONSIN CORP	71,700	.40
33 SECURITY NEW YORK STATE CORP	68,824J	.38
34 C M B INVESTMENT COUNSELORS	67,400	.38

CORNING GLASS - CONTINUED

Principal Stockholders	Shares	%
35 CHEMICAL NEW YORK CORP	66,273	.37
36 LOS ANGELES CITY RETIREMENT SYSTEM	65,000	.36
37 HELLER (WALTER E) INTERNATIONAL CORP	61,915	.34
AMERICAN NATL BK & TR CO/CHICAGO (61915)		
38 TEXAS TEACHERS RETIR SYSTEM	61,000	.34
39 HOSPITAL TRUST CORP	59,529	.33
40 GATES RUBBER CO<	57,000	.32
FINANCIAL PROGRAMS INC* (57000)		
41 MANUFACTURERS HANOVER CORP<	55,926	.31
EDIE (LIONEL D) & CO INC (55926)		
42 FIRST ATLANTA CORP	55,250	.31
43 PROVIDENT NATIONAL CORP<	54,538	.30
44 PRINCETON UNIVERSITY	50,000F	.28
45 SCUDDER STEVENS & CLARK CO*	49,184	.27
46 MINNESOTA STATE BOARD OF INVESTMENT	45,900G	.25
47 GENERAL REINSURANCE CORP	43,600	.24
48 MIDLAND BANK GROUP< (ENGLAND)	40,377	.22
CROCKER NATIONAL CORP (40377)		
49 BULLOCK (CALVIN) LTD*	40,300	.22
50 ROTHSCHILD (L F) UNTERBERG TOWBIN	40,000	.22
51 DETROIT RETIREMENT SYSTEM	40,000J	.22
52 ARGUS RESEARCH CORP	39,300	.22
ARGUS INVESTORS COUNSEL INC (39300)		
53 BATTERYMARCH FINANCIAL MNGT CORP	38,263	.21
54 LINCOLN FIRST BANKS INC	37,650	.21
55 SOUTHEAST BANKING CORP	36,841	.20
56 NORTHWESTERN MUTUAL LIFE INSUR CO	36,000	.20
TOTALS	11,491,165	64.90%

TOP 5 CONTROL 30.51% OF STOCK TOP 15 CONTROL 47.39% OF STOCK
TOP 10 CONTROL 40.73% OF STOCK TOP 20 CONTROL 51.62% OF STOCK

CPC INTERNATIONAL

(SHARES O/S: 23,791,000)

Principal Stockholders	Shares	%
1 MANUFACTURERS HANOVER CORP< (376126)	617,881	2.59
EDIE (LIONEL D) & CO INC (241755)		
2 SHEARSON LOEB RHOADES INC<	449,200	1.88
BERNSTEIN-MACAULEY INC (449200)		
3 MARSH & MCLENNAN COS INC<	415,494	1.74
EBERSTADT ASSET MNGT/FDS-COMBINED (415494)		
4 CHEMICAL NEW YORK CORP	341,923	1.43
5 FIDUCIARY TRUST CO OF NEW YORK	339,625	1.42
FIDUCIARY TRUST/FUNDS-COMBINED (339625)		
6 WISCONSIN INVESTMENT BOARD	277,900	1.16
7 CONTINENTAL CORP<	260,000	1.09
CONTINENTAL CORP/INSUR COS-COMB (260000)		
8 SEARS ROEBUCK & CO	246,900	1.03
ALLSTATE INSUR COS/FDS-COMBINED (246900)		
9 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	242,500	1.01
NEW COURT CAPITAL MNGT INC (242500)		
10 OPPENHEIMER HOLDINGS INC+	242,064	1.01
11 BANKERS TRUST NEW YORK CORP	225,967	.94
12 MINNESOTA STATE BOARD OF INVESTMENT	206,200G	.86
13 NEW YORK STATE TEACHERS RETIR FUND	203,700	.85
14 PRUDENTIAL INSURANCE CO OF AM	195,400	.82
PRUDENTIAL INSUR COS/FUNDS-COMB (195400)		
15 NEW YORK CITY COMPTROLLER'S OFFICE	193,200	.81
16 FIRST ATLANTA CORP	188,522	.79
17 MORGAN (J P) & CO INC<	175,000	.73
18 FIRST BANK SYSTEM INC	169,263	.71
19 MARINE MIDLAND BANKS INC	160,000	.67
CPC INTL SAV/RETIR PL/INTERNAL (160000)		
20 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	156,000	.65
21 TEXAS PERMANENT SCHOOL FUND	153,400	.64
22 GIRARD CO	150,210	.63
23 GENERAL ELECTRIC CO	142,700	.59
GENERAL ELECTRIC PENSION TRUST (142700)		
24 GATES RUBBER CO<	136,000	.57
FINANCIAL PROGRAMS INC* (136000)		
25 MILLER ANDERSON & SHERRERD	133,437	.56
26 BATTERYMARCH FINANCIAL MNGT CORP	131,800	.55
27 ROULSTON & CO INC	128,050	.53
28 DUPONT FAMILY INTERESTS	119,783	.50
WILMINGTON TRUST CO (119783)		
29 FIRST NATIONAL CINCINNATI CORP	119,025	.50
30 AMERICAN EXPRESS CO<	118,000	.49
AMERICAN EXP INSUR COS-COMBINED (118000)		
31 EATON & HOWARD VANCE SANDERS INC	115,298	.48
EATON & HOWARD VANCE/FDS-COMB (115298)		
32 CORNELL UNIVERSITY	112,000	.47
33 UNITED STATES FIDELITY & GUARANTY CO	107,700	.45
U S FID & GUAR INSUR COS-COMBINED (107700)		
34 HARVARD UNIVERSITY	106,945	.44
35 FIRST MANHATTAN CO	104,594	.43
36 GENERAL ACCID FIRE & LIFE INSUR (ENG)	103,300H	.43
GENERAL ACCID INSUR COS-COMBINED (103300)		
37 ANDRECOM ADVISORS CORP	101,600	.42
38 WELLS FARGO & CO	101,390	.42
39 NATIONAL SECURITIES & RESEARCH CORP*	100,000	.42
40 HORIZON BANCORP (N J)	98,379	.41
41 CONTINENTAL ILLINOIS CORP	94,817	.39
42 FIRST PENNSYLVANIA CORP	89,625	.37
43 FIRST NATIONAL BANCORP INC	85,259	.35
44 MARINE BANCORP INC	80,968	.34
45 HELLER (WALTER E) INTERNATIONAL CORP	80,265	.33
AMERICAN NATL BK & TR CO/CHICAGO (80265)		
46 INA CORP<	80,000	.33
INA INSUR COS/FDS-COMBINED (80000)		
47 ILLINOIS MUNICIPAL RETIREMENT FUND	80,000	.33
48 BEA ASSOCIATES INC	75,600	.31
49 TEXAS, UNIVERSITY OF	74,700	.31
50 WESTERN BANCORPORATION<	73,044	.30
51 ARIZONA STATE RETIREMENT SYSTEM	70,300J	.29
52 EMPLOYERS MUTAL LIABILITY INSUR CO-WISCONSIN	70,000	.29
53 CONNECTICUT GENERAL INSURANCE CORP	70,000	.29
CONN GENL INSUR COS/FDS-COMBINED (70000)		
54 HARTFORD NATIONAL CORP	68,465	.28
55 LINCOLN FIRST BANKS INC	67,360	.28
56 STATE STREET RESEARCH & MANAGEMENT CO*	62,800	.26
57 SCUDDER STEVENS & CLARK CO*	62,693	.26
58 BOATMENS BANKSHARES INC	62,571	.26
59 FIFTH THIRD BANK	60,331	.25
60 COLONIAL BANCORP INC (CONN)	57,148	.24
61 AETNA LIFE & CASUALTY CO	57,000	.23
AETNA INSUR COS/FDS-COMBINED (57000)		
62 STATE STREET BOSTON CORP	52,236	.21
63 CHARTER CO<	52,096	.21
FOUNDERS MNGR/FUNDS-COMBINED (52096)		
64 GEORGIA STATE RETIREMENT SYSTEM	52,000	.21
65 CRUM & FORSTER<	50,000	.21
CRUM & FORSTER INSUR COS-COMBINED (50000)		
66 NATIONAL DETROIT CORP	48,146	.20
67 HARRIS BRETALL & MCELDOWNEY INC	47,800H	.20
68 ILLINOIS STATE BOARD OF INVESTMENT	45,000J	.18
TOTALS	9,560,574	40.18%

TOP 5 CONTROL 9.09% OF STOCK TOP 15 CONTROL 18.73% OF STOCK
TOP 10 CONTROL 14.43% OF STOCK TOP 20 CONTROL 22.30% OF STOCK

CRANE CO

(SHARES O/S: 9,948,000)

Principal Stockholders	Shares	%
1 EVANS, THOMAS MELLON FAMILY INTERESTS*	2,396,951J	24.09
EVANS, THOMAS M & FAM (1092135)		
EVANS (T M) FOUNDATION INC (62302)		
EVANS & CO INC (1161)		
EVANS, ROBERT S & FAM (133961)		
EVANS INVESTMENT CORP (118754)		
CRANE FUND (927754)		
CRANE FUND FOR WIDOWS & CHILDREN (60884)		
2 EQUITABLE LIFE ASSUR SOCIETY OF US	606,492	6.09
3 MORGAN (J P) & CO INC<	465,120	4.67
4 CAPITAL GROUP INC	245,922	2.47
CAPITAL GUARDIAN TRUST CO (154122)		
CAPITAL RES & MNGT/FUNDS-COMBINED (91800)		
5 BARING BROTHERS INC (ENGLAND)	131,070	1.31
ENDOWMENT MANAGEMENT & RES CO* (131070)		
6 BANKERS LIFE CO	123,559	1.24
7 DREYFUS CORP*	106,482	1.07
8 COLUMBIA MANAGEMENT CO*	88,689	.89
9 CITICORP<	85,462	.85
10 WELLS FARGO & CO	61,082	.61

Principal Stockholders	Shares	%
CRANE - CONTINUED		
11 MARSHALL & ILSLEY CORP	55,590	.55
12 FORSTMANN-LEFF ASSOCIATES	51,000	.51
13 WASHINGTON DEPT OF RETIREMENT SYSTEMS	46,500	.46
14 FABIANI, DANTE C & AFFILIATES#	43,527J	.43
15 FIRST MANHATTAN CO	36,463	.36
16 TOUCHE REMNANT & CO	34,675	.34
17 F & C MANAGEMENT LTD (ENGLAND)	34,551J	.34
18 CONTINENTAL GROUP INC<	30,600	.30
CONTINENTAL FINL SERVICES CO (30600)		
19 HELLER (WALTER E) INTERNATIONAL CORP	28,111	.28
AMERICAN NATL BK & TR CO/CHICAGO (28111)		
20 MIDLAND BANK GROUP< (ENGLAND)	27,850	.27
CROCKER NATIONAL CORP (27850)		
21 OBRIEN, J F	27,500J	.27
22 SHIELDS ASSET MANAGEMENT INC	21,318	.21
23 YALE UNIVERSITY	21,262F	.21
24 SOCIETY CORP	20,819	.20
25 DACKIS, WILLIAM C#	20,738J	.20
26 WRIGHT INVESTORS' SERVICE	20,400	.20
TOTALS	4,831,733	48.56%

TOP 5 CONTROL 38.65% OF STOCK TOP 15 CONTROL 45.67% OF STOCK
TOP 10 CONTROL 43.33% OF STOCK TOP 20 CONTROL 47.24% OF STOCK

CROWN CENTRAL PETROLEUM

(SHARES O/S: 4,552,000)

Principal Stockholders	Shares	%
1 BLAUSTEIN, JACOB FAMILY INTERESTS#	2,322,317	51.01
AMERICAN TRADING & PROD CORP (2322317)		
2 UNION TRUST BANCORP	136,459J	2.99
CROWN CENTRAL PET EMPS SAV PL (136459)		
3 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	75,000	1.64
4 NEUBERGER & BERMAN+	72,783	1.59
NEUBERGER & BER MNGT/FDS-COMBINED (72783)		
5 ILLINOIS MUNICIPAL RETIREMENT FUND	60,000	1.31
6 MORRIS, ANDREW J#	27,128	.59
7 GATES RUBBER CO<	26,500	.58
FINANCIAL PROGRAMS INC* (26500)		
8 DE RANCE INC	25,864	.56
9 REICH & TANG INC	15,007	.32
10 FMR CORP	14,522	.31
FMR/FUNDS-COMBINED (14522)		
11 GINDER, W M#	13,548	.29
12 KOBDISH, RICHARD M#	8,713	.19
TOTALS	2,797,841	61.46%

TOP 5 CONTROL 58.57% OF STOCK TOP 15 CONTROL 61.46% OF STOCK
TOP 10 CONTROL 60.97% OF STOCK TOP 20 CONTROL 61.46% OF STOCK

CROWN CORK & SEAL

(SHARES O/S: 15,128,000)

Principal Stockholders	Shares	%
1 CONNELLY FAMILY INTERESTS#	2,842,700J	18.79
CONNELLY, JOHN F (809900)		
MANDEVILLE, OWEN A JR (34000)		
CONNELLY FOUNDATION (2029400)		
2 TELEDYNE INC	1,266,900	8.37
TELEDYNE INSUR COS-COMBINED (1266900)		
3 CROWN CORK & SEAL EMPLOYEES PENSION FUND	1,164,535J	7.69
4 BATTERYMARCH FINANCIAL MNGT CORP	730,300	4.82
5 CAPITAL GROUP INC	637,100	4.21
CAPITAL GUARDIAN TRUST CO (637100)		
6 AETNA LIFE & CASUALTY CO	245,800	1.62
AETNA INSUR COS/FDS-COMBINED (245800)		
7 LEHMAN BROTHERS KUHN LOEB INC	225,000	1.48
LEHMAN MANAGEMENT CO INC* (225000)		
8 MARSH & MCLENNAN COS INC<	208,000	1.37
PUTNAM MNGT/FUNDS-COMBINED (208000)		
9 WRIGHT INVESTORS' SERVICE	188,137	1.24
10 BEA ASSOCIATES INC	171,800	1.13
11 ANGELES CORP	166,900	1.10
FIRST PACIFIC ADVISORS INC* (166900)		
12 AMERICAN GENERAL INSURANCE CO<	131,000	.86
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (131000)		
13 WESTERN BANCORPORATION<	120,075	.79
CROWN CORK & SEAL - CONTINUED		
14 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	109,700	.72
15 FIRST MANHATTAN CO	108,100	.71
16 TIAA-CREF	100,000	.66
COLLEGE RETIREMENT EQUITIES FUND (100000)		
17 TORRAY, CLARK & CO INC	94,500	.62
18 MORGAN (J P) & CO INC<	90,000	.59
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (90000)		
19 FIRST PENNSYLVANIA CORP	84,994	.56
20 POWER CORP-INVESTORS GROUP OF CANADA<	80,800	.53
INVESTORS SECURITIES MANAGEMENT CORP* (8080		
21 HELLER (WALTER E) INTERNATIONAL CORP	76,600	.50
AMERICAN NATL BK & TR CO/CHICAGO (76600)		
22 NEUBERGER & BERMAN+	74,200	.49
NEUBERGER & BER MNGT/FDS-COMBINED (74200)		
23 STUART, EDWARD P#	66,400J	.43
24 LEENAARDS (ANTOINE J) FAMILY#	60,500J	.39
25 GREEN (DAVID J) & CO	59,700	.39
26 MUTUAL LIFE ASSURANCE CO OF CANADA	53,500H	.35
27 PIASECKI, FRANK N#	52,500J	.34
28 WELLS FARGO & CO	50,100	.33
29 BANKERS TRUST NEW YORK CORP	48,700	.32
30 FIRST UNION CORP	47,750	.31
31 DRUMMOND, ROBERT W#	43,000J	.28
32 NATIONAL CITY CORP	38,000	.25
33 DEERE & CO	36,700	.24
34 PROVIDENT NATIONAL CORP<	34,349	.22
PROVIDENT INSTITUTIONAL MNGT CORP (34349)		
35 RICOY, MIGUEL S#	33,000J	.21
TOTALS	9,541,340	63.07%

TOP 5 CONTROL 43.90% OF STOCK TOP 15 CONTROL 54.97% OF STOCK
TOP 10 CONTROL 50.76% OF STOCK TOP 20 CONTROL 57.94% OF STOCK

CROWN ZELLERBACH

(SHARES O/S: 25,414,000)

Principal Stockholders	Shares	%
1 BANKERS TRUST NEW YORK CORP	2,082,276	8.19
CROWN ZELLERBACH SAL EMPS SAV & ST		
PUR PL/5559 PCTS (1998447)		
2 MORGAN (J P) & CO INC<	1,190,000	4.68
3 TIAA-CREF	943,500	3.71
COLLEGE RETIREMENT EQUITIES FUND (943500)		
4 STEIN ROE & FARNHAM*	625,829	2.46
5 KIRBY FAMILY GROUP-ALLEGHANY CORP<	607,400	2.39
ALLEGHANY CORP (307400)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (300000)		
6 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	575,399	2.26
BANK OF CALIFORNIA NA (575399)		
7 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	470,000	1.84
8 HARRIS BANKCORP INC	428,000	1.68
9 SEARS ROEBUCK & CO	342,800	1.34
SEARS INVEST MNGT-PEN & SAVING PLS (342800)		
10 NEW JERSEY DIVISION OF INVESTMENTS	320,000J	1.25
11 BARING BROTHERS INC (ENGLAND)	309,400	1.21
ENDOWMENT MANAGEMENT & RES*CO* (309400)		
12 BRUNDAGE STORY & ROSE	301,175	1.18
13 ZELLERBACH, WILLIAM J & FAMILY#	219,962J	.86
14 MASSACHUSETTS FINANCIAL SERVICES INC*	209,000	.82
15 WELLS FARGO & CO	203,878	.80
16 UNITED STATES STEEL CORP	203,670	.80
US STEEL & CARNEGIE PENSION TR (203670)		
17 GENERAL ELECTRIC CO	200,000	.78
GENERAL ELECTRIC PENSION TRUST (200000)		
18 ROBECO (HOLLAND)	200,000H	.78
19 LAZARD FRERES & CO	192,000	.75
20 VAUGHAN NELSON & HARGROVE INC	184,935	.72
21 MIDLAND BANK GROUP< (ENGLAND)	174,139	.68
CROCKER NATIONAL CORP (174139)		
22 WOOD, CHARLES R	168,685J	.66
23 CHEMICAL NEW YORK CORP	159,100	.62
24 AMERITRUST CO	156,924	.61
25 CONTINENTAL ILLINOIS CORP	138,047	.54
26 DUNN, BRYANT	134,993J	.53
27 NEW ENGLAND MUTUAL LIFE INSUR CO	131,030	.51
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (131030)		

CROWN ZELLERBACH - CONTINUED

Principal Stockholders	Shares	%
28 FIRST UNION BANCORP	128,127	.50
29 OPPENHEIMER HOLDINGS INC+	114,400	.45
30 TEXAS PERMANENT SCHOOL FUND	100,000	.39
31 CONTINENTAL CORP<	95,900	.37
CONTINENTAL CORP/INSUR COS-COMB (95900)		
32 TEXAS, UNIVERSITY OF	91,500	.36
33 NEW YORK LIFE INSURANCE CO	90,700	.35
34 CHASE MANHATTAN CORP	90,302	.35
35 SCUDDER STEVENS & CLARK CO*	88,549	.34
36 WARBURG (E M) PINCUS & CO INC	86,575	.34
EMW COUNSELLORS INC (86575)		
37 HELLER (WALTER E) INTERNATIONAL CORP	84,948	.33
AMERICAN NATL BK & TR CO/CHICAGO (84948)		
38 BROKAW CAPITAL MANAGEMENT CO INC	80,000	.31
39 DETROITBANK CORP	77,412	.30
40 AMERICAN EXPRESS CO<	75,000	.29
AMERICAN EXP INSUR COS-COMBINED (75000)		
41 CAMPBELL ADVISORS INC	70,300	.27
42 FIRST INTERNATIONAL BANCSHARES INC	64,775	.25
43 MC MORGAN & CO	57,400	.22
44 HONG KONG & SHANGHAI BANKING CORP	56,961	.22
MARINE MIDLAND BANKS INC (56961)		
45 FIRST PENNSYLVANIA CORP	55,092	.21
46 DAHL, CHARLES R#	54,961J	.21
47 BATTERYMARCH FINANCIAL MNGT CORP	54,450	.21
TOTALS	12,489,494	49.14%

TOP 5 CONTROL 21.44% OF STOCK TOP 15 CONTROL 34.73% OF STOCK
TOP 10 CONTROL 29.84% OF STOCK TOP 20 CONTROL 38.59% OF STOCK

CUMMINS ENGINE

(SHARES O/S: 8,340,000)

Principal Stockholders	Shares	%
1 MILLER FAMILY INTERESTS#	2,068,659J	24.80
MILLER, JOSEPH I & FAMILY (827058)		
TANGEMAN, CLEMENTINE M (903453)		
MILLER & CO (324848)		
IRWIN-SWEENEY-MILLER FOUNDATION (13300)		
2 PIONEER GROUP INC	437,800	5.24
PIONEERING MNGT/FUNDS-COMB		
3 TIAA-CREF	400,000	4.79
COLLEGE RETIREMENT EQUITIES FUND (400000)		
4 GULF & WESTERN INDUSTRIES INC<	343,500	4.11
5 NATIONWIDE MUTUAL INSUR CO	270,000H	3.23
NATIONWIDE INSUR COS/FUNDS-COMB (270000)		
6 BATTERYMARCH FINANCIAL MNGT CORP	241,100	2.89
7 YALE UNIVERSITY	214,417F	2.57
8 WISCONSIN INVESTMENT BOARD	175,700	2.10
9 BANKERS LIFE CO	142,800	1.71
10 TEMPLETON (JOHN M) FAMILY INTERESTS	132,400	1.58
TEMPLETON INVEST CNSL LTD* (CAN) (132400)		
11 HELLER (WALTER E) INTERNATIONAL CORP	130,042	1.55
AMERICAN NATL BK & TF CO/CHICAGO (130042)		
12 MORGAN (J P) & CO INC<	128,000	1.53
13 VILAS FISCHER ASSOCIATES LTD	109,200	1.30
14 FMR CORP	100,700	1.20
FIDELITY MNGT & RESEARCH CO* (100700)		
15 CONTINENTAL CORP<	100,538	1.20
CONTINENTAL CORP/INSUR COS-COMB (100538)		
16 MERCANTILE BANCORPORATION INC	83,010	.99
17 CHEMICAL NEW YORK CORP	79,165	.94
18 EMMA WILLARD SCHOOL (TROY NEW YORK)	57,020	.68
19 BANKERS TRUST NEW YORK CORP	51,460	.61
20 WELLS FARGO & CO	50,229	.60
21 SCHACHT, HENRY B & FAMILY#	43,617J	.52
22 NORTHERN TRUST CORP	40,452	.48
23 MUTUAL LIFE INSURANCE CO OF NY	40,100	.48
24 FIDUCIARY TRUST CO OF NEW YORK	29,894	.35
FIDUCIARY TRUST/FUNDS-COMBINED (29894)		
25 HENDERSON, JAMES A & FAMILY#	28,735J	.34
26 STONER, RICHARD B & FAMILY#	27,664J	.33
27 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	27,000J	.32
28 AMERICAN NATIONAL FINANCIAL CORP<	27,000H	.32
AMER NATL INSUR COS/FDS-COMBINED (27000)		
29 WASHINGTON DEPT OF RETIREMENT SYSTEMS	24,000	.28
30 BOLL, C RAYMOND & FAMILY#	22,050J	.26

CUMMINS ENGINE - CONTINUED

Principal Stockholders	Shares	%
31 SAFECO CORP<	20,000	.23
SAFECO INSUR COS & FDS-COMBINED (20000)		
32 HACKETT, JOHN T#	19,195J	.23
TOTALS	5,665,447	67.93%

TOP 5 CONTROL 42.20% OF STOCK TOP 15 CONTROL 59.89% OF STOCK
TOP 10 CONTROL 53.07% OF STOCK TOP 20 CONTROL 63.73% OF STOCK

CYCLOPS CORP

(SHARES O/S: 2,984,000)

Principal Stockholders	Shares	%
1 CHASE MANHATTAN CORP	271,043J	9.08
CYCLOPS PROFIT SHARING INVESTMENT FUND/INTERNAL (271043)		
2 NEUBERGER & BERMAN+	226,200	7.58
NEUBERGER & BER MNGT/FDS-COMBINED (226200)		
3 EQUITABLE LIFE ASSUR SOCIETY OF US	156,800	5.25
4 FMR CORP	150,800	5.05
FIDELITY MNGT & RESEARCH CO* (135800)		
FMR/FUNDS-COMBINED (15000)		
5 LIESER, WILLIAM E INTERESTS#	128,116J	4.29
LIESER, WILLIAM E (750)		
REEVES FOUNDATION (17651)		
REEVES BANKING & TRUST CO (109715)		
6 UNION NATIONAL BK OF PITTSBURGH	83,905	2.81
7 KNOELL, WILLIAM H#	47,643J	1.59
8 MANNING & NAPIER ADVISORS INC	42,987	1.44
9 GLICKENHAUS & CO	42,000	1.40
10 SOUTHEAST BANKING CORP	36,427	1.22
11 DELAWARE MANAGEMENT CO INC*	28,200	.94
12 BATTERYMARCH FINANCIAL MNGT CORP	18,400	.61
13 DICKEY, WILLIAM D#	16,035J	.53
14 CARTER, CHARLES A	15,450A	.51
15 HESS, J FRANK#	10,884J	.36
16 POSNER FAMILY INTERESTS	9,950	.33
17 SMITH, B FRANK#	7,987J	.26
18 JOHNSON, THOMAS P#	6,000J	.20
TOTALS	1,298,827	43.52%

TOP 5 CONTROL 31.26% OF STOCK TOP 15 CONTROL 42.72% OF STOCK
TOP 10 CONTROL 39.74% OF STOCK TOP 20 CONTROL 43.52% OF STOCK

DAN RIVER

(SHARES O/S: 5,598,000)

Principal Stockholders	Shares	%
1 UNITEX LTD (HONG KONG)	461,500J	8.24
2 MURDOCK, DAVID H FAMILY INTERESTS	458,400	8.18
3 MORGAN (J P) & CO INC< (172000)	187,000	3.34
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (15000)		
4 EATON & HOWARD VANCE SANDERS INC	80,700	1.44
EATON & HOWARD VANCE/FDS-COMB (80700)		
5 MERRILL LYNCH & CO INC<	67,000	1.19
MERRILL LYNCH ASSET MNGT CO INC* (67000)		
6 MANUFACTURERS HANOVER CORP<	49,996	.89
EDIE (LIONEL D) & CO INC (49996)		
7 RADER, LURA A# (DECEASED)	45,565E	.81
8 FIRST & MERCHANTS CORP	41,484	.74
DAN RIVER ESOP-1849 PCTS (27760)		
9 FMR CORP	40,000	.71
FIDELITY MNGT & RESEARCH CO* (40000)		
10 N C N B CORP<	38,650	.69
11 SMALL, ROBERT S#	33,088J	.59
12 JOHNSTON, DAVID W JR#	32,587J	.58
13 FIRST MANHATTAN CO	23,758	.42
14 CRITERON MANAGEMENT CORP	23,000	.41
FUNDS INC* (23000)		
15 SOUTH CAROLINA NATL CORP	22,071	.39
16 DUKE & COMPANY INC	20,000	.35
17 STAHLSMITH, ROBERT J#	15,397J	.27
18 LEHMAN BROTHERS KUHN LOEB INC	13,800	.24
19 STEPHENS, ROY M#	13,635J	.24
20 OPPENHEIMER HOLDINGS INC+	12,700	.22
21 GIRARD CO	12,400	.22
22 HUDSON, LESTER A JR#	12,381J	.22

Principal Stockholders	Shares	%
DAN RIVER - CONTINUED		
23 RUSSELL, JOHN B JR#	11,308E	.20
TOTALS	1,716,420	30.66%

TOP 5 CONTROL 22.41% OF STOCK TOP 15 CONTROL 28.66% OF STOCK
TOP 10 CONTROL 26.26% OF STOCK TOP 20 CONTROL 30.01% OF STOCK

DANA CORP

(SHARES O/S: 32,611,000)

Principal Stockholders	Shares	%
1 DANA FAMILY INTERESTS	1,487,400G	4.56
DANA, MRS CHARLES A (1487400)		
2 MANUFACTURERS HANOVER CORP<	1,210,012	3.71
3 BATTERYMARCH FINANCIAL MNGT CORP	936,000	2.87
4 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	912,600	2.79
5 DELAWARE MANAGEMENT CO INC*	869,700	2.66
6 MORGAN (J P) & CO INC<	798,000	2.44
7 AETNA LIFE & CASUALTY CO	677,200H	2.07
AETNA INSUR COS/FDS-COMBINED (677200)		
8 REPUBLIC OF TEXAS CORP<	630,000	1.93
9 UNITED STATES STEEL CORP	461,800	1.41
US STEEL & CARNEGIE PENSION TR (461800)		
10 DETROITBANK CORP	392,821	1.20
11 PRUDENTIAL INSURANCE CO OF AM	350,200	1.07
PRUDENTIAL INSUR COS/FUNDS-COMB (350200)		
12 MERCANTILE BANKSHARES CORP<	327,524	1.00
13 EQUITABLE LIFE ASSUR SOCIETY OF US	293,800	.90
14 REA, MICHAEL M	265,610J	.81
15 PHIPPS FAMILY INTERESTS	250,250	.76
BESSEMER TRUST CO NA (250250)		
16 KIRBY FAMILY GROUP-ALLEGHANY CORP<	250,000	.76
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (250000)		
17 KEMPER FAMILY GROUP	245,000	.75
KEMPER INSUR COS/FDS-COMBINED (245000)		
18 NATIONAL CITY CORP	228,000	.69
19 FORD FOUNDATION	225,000	.68
20 PIERCE, BENJAMIN P	199,240J	.61
21 FMR CORP	180,000	.55
FIDELITY MNGT & RESEARCH CO* (180000)		
22 FORSTMANN-LEFF ASSOCIATES	162,000	.49
23 NORTHWEST OHIO BANCSHARES INC	152,589	.46
24 CHASE MANHATTAN CORP	147,680	.45
25 BANKERS TRUST NEW YORK CORP	146,568	.44
26 WELLS FARGO & CO	145,770	.44
27 NEW YORK LIFE INSURANCE CO	135,600	.41
28 WASHINGTON DEPT OF RETIREMENT SYSTEMS	124,500	.38
29 FIRST OHIO BANCSHARES INC	123,293	.37
30 HELLER (WALTER E) INTERNATIONAL CORP	117,569	.36
AMERICAN NATL BK & TR CO/CHICAGO (117569)		
31 CONTINENTAL CORP<	105,000	.32
CONTINENTAL CORP/INSUR COS-COMB (105000)		
32 INDIANA NATIONAL CORP	103,396	.31
33 CITICORP<	86,455	.26
34 DEERE & CO	76,000	.23
35 MELLON NATIONAL CORP	71,647	.21
36 CBT CORP	66,792	.20
37 MCPHERSON, RENE C#	62,848	.19
TOTALS	13,017,864	39.91%

TOP 5 CONTROL 16.60% OF STOCK TOP 15 CONTROL 30.24% OF STOCK
TOP 10 CONTROL 25.68% OF STOCK TOP 20 CONTROL 33.76% OF STOCK

DART & KRAFT

(SHARES O/S: 54,296,000)

Principal Stockholders	Shares	%
1 TELEDYNE INC	1,827,400	3.36
TELEDYNE INSUR COS-COMBINED (1827400)		
2 THORDIKE DORAN PAINE & LEWIS	1,080,425	1.98
THORNDIKE-WELLINGTON FUNDS-COMB (1080425)		
3 BATTERYMARCH FINANCIAL MNGT CORP	953,500	1.75
4 TIAA-CREF	914,800	1.68
COLLEGE RETIREMENT EQUITIES FUND (914800)		
5 MANUFACTURERS HANOVER CORP<	850,413	1.56
6 DELAWARE MANAGEMENT CO INC*	768,900	1.41
7 WISCONSIN INVESTMENT BOARD	727,600	1.34
8 MERCANTILE BANCORPORATION INC	718,446	1.32
DART & KRAFT - CONTINUED		
9 AMERITRUST CO	663,835	1.22
10 TISCH FAMILY GROUP	616,000	1.13
CNA INSUR COS/FDS-COMBINED (618000)		
11 FIRST CHICAGO CORP<	533,248	.98
12 AETNA LIFE & CASUALTY CO	532,998H	.98
AETNA INSUR COS/FDS-COMBINED (532998)		
13 MORGAN (J P) & CO INC<	518,000	.95
14 BANKERS TRUST NEW YORK CORP	459,810	.84
15 MARYLAND NATIONAL CORP	451,300	.83
REDWOOD CAPITAL MNGT INC (451300)		
16 OPPENHEIMER HOLDINGS INC*	438,474	.80
17 PROVIDENT NATIONAL CORP<	414,872	.76
18 LAZARD FRERES & CO	407,686	.75
19 MELLON NATIONAL CORP	366,955	.67
20 TEXAS PERMANENT SCHOOL FUND	363,800	.67
21 FIRST PENNSYLVANIA CORP	353,428	.65
22 NATIONAL CITY CORP	342,000	.62
23 BEA ASSOCIATES INC	336,457	.61
24 UNITED STATES STEEL CORP	322,300	.59
US STEEL & CARNEGIE PENSION TR (322300)		
25 GENERAL ELECTRIC CO	309,000	.56
GENERAL ELECTRIC PENSION TRUST (309000)		
26 GRANTHAM MAYO VAN OTTERLOO & CO*	306,900	.56
27 ROWE PRICE (T) & ASSOCIATES INC*	303,493	.55
28 FORD FOUNDATION	300,000	.55
29 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	300,000	.55
30 GIRARD CO	293,750	.54
31 GEICO CORP	275,600	.50
32 SEARS ROEBUCK & CO	254,300	.46
ALLSTATE INSUR COS/FDS-COMBINED (254300)		
33 DART, JUSTIN#	247,713	.45
34 WELLS FARGO & CO	247,258	.45
35 SALOMON BROTHERS	247,250	.45
36 MILLER ANDERSON & SHERRERD	246,558	.45
37 LINCOLN CAPITAL MANAGEMENT CO	227,400	.41
38 FMR CORP	227,192	.41
FIDELITY MNGT & RESEARCH CO* (227192)		
39 CITY INVESTING CO<	225,000	.41
HOME INSUR GROUP-COMBINED (225000)		
40 LEHMAN BROTHERS KUHN LOEB INC	210,000	.38
LEHMAN MANAGEMENT CO INC* (210000)		
41 FIDELCOR INC	198,151	.36
42 HELLER (WALTER E) INTERNATIONAL CORP	188,937	.34
AMERICAN NATL BK & TR CO/CHICAGO (188937)		
43 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	175,000	.32
44 FIRST NATIONAL BOSTON CORP	166,520	.30
45 NATIONAL DETROIT CORP	163,209	.30
46 GENERAL ACCID FIRE & LIFE INSUR (ENG)	158,200H	.29
GENERAL ACCID INSUR COS-COMBINED (158200)		
47 STATE STREET RESEARCH & MANAGEMENT CO*	156,713	.28
48 CENTRAN CORP	151,655	.27
49 FIRST & MERCHANTS CORP	147,764	.27
50 ZIEGLER, R D & FAMILY ASSOCIATES#	146,778E	.27
51 DETROITBANK CORP	146,124	.26
52 INVESCO CAPITAL MNGT INC	142,500	.26
53 FIRST MANHATTAN CO	139,549	.25
54 CHEMICAL NEW YORK CORP	139,378	.25
55 MUTUAL LIFE INSURANCE CO OF NY	138,963	.25
56 NEW ENGLAND MUTUAL LIFE INSUR CO	133,641	.24
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (133641)		
57 TRUST CO OF GEORGIA	121,644	.22
58 ILLINOIS MUNICIPAL RETIREMENT FUND	120,000	.22
59 MC MORGAN & CO	119,700	.22
60 NORTHERN TRUST CORP	118,715	.21
61 CONTINENTAL ILLINOIS CORP	118,052	.21
62 CURTISS, GARY	113,000	.20
63 RUMBOUGH, STANLEY M JR & FAMILY#	101,242E	.18
64 WILSON, RALPH JR & FAMILY#	95,956J	.17
TOTALS	22,587,452	41.60%

TOP 5 CONTROL 10.36% OF STOCK TOP 15 CONTROL 21.39% OF STOCK
TOP 10 CONTROL 16.80% OF STOCK TOP 20 CONTROL 25.06% OF STOCK

DATA GENERAL

(SHARES O/S: 9,923,000)

Principal Stockholders	Shares	%
1 MARSH & MCLENNAN COS INC<	843,400	8.49
PUTNAM MNGT/FUNDS-COMBINED (590800)		
EBERSTADT ASSET MNGT/FDS-COMBINED (252600)		
2 BANKAMERICA CORP<	502,875	5.06
3 TIAA-CREF	489,700	4.93
COLLEGE RETIREMENT EQUITIES FUND (489700)		
4 STEIN ROE & FARNHAM*	467,976	4.71
5 CITICORP<	438,082	4.41
6 BROWN BROS HARRIMAN & CO	346,330	3.48
7 BABSON (DAVID L) & CO INC* (269470)	319,470	3.21
JONES & BABSON INC		
BABSON MNGR/FUNDS-COMBINED (50000)		
8 DECASTRO, EDSON D#	315,320	3.17
9 FIRST CHICAGO CORP<	308,940	3.11
10 NEW ENGLAND MUTUAL LIFE INSUR CO	281,950	2.83
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (281950)		
11 PRUDENTIAL INSURANCE CO OF AM	253,900	2.55
PRUDENTIAL INSUR COS/FUNDS-COMB (253900)		
12 MELLON NATIONAL CORP	228,854	2.30
13 RICHMAN, HERBERT J#	226,900	2.28
14 SELIGMAN (J & W) & CO+	225,000	2.26
SELIGMAN/FUNDS-COMBINED (225000)		
15 AETNA LIFE & CASUALTY CO	219,700H	2.21
AETNA INSUR COS/FDS-COMBINED (219700)		
16 BJURMAN (GEORGE D) & ASSOCIATES	168,500	1.69
17 WESTERN BANCORPORATION<	166,213	1.67
18 JOHN HANCOCK MUTUAL LIFE INSUR CO	161,750	1.62
JOHN HANCOCK/FUNDS-COMBINED (161750)		
19 ADLER, FREDERICK R#	140,020	1.41
20 ROWE PRICE (T) & ASSOCIATES INC*	137,450	1.38
21 KEMPER FAMILY GROUP	124,100	1.25
KEMPER INSUR COS/FDS-COMBINED (124100)		
22 BURKHARDT, HENRY 3RD#	116,980	1.17
23 OHIO STATE TEACHERS RETIR SYSTEM	99,200	.99
24 FIRESTONE TIRE & RUBBER CO	89,400	.90
FIRESTONE TIRE & RUBBER PEN FUND (89400)		
25 ROTHSCHILD (L F) UNTERBERG TOWBIN	88,000	.88
26 UNION CARBIDE CORP	83,000	.83
27 GENERAL ELECTRIC CO	70,000	.70
GENERAL ELECTRIC PENSION TRUST (70000)		
28 CONTINENTAL ILLINOIS CORP	68,180	.68
29 GIRARD CO	67,625	.68
30 CHUBB CORP<	61,800	.62
31 CBT CORP	60,938	.61
32 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	53,600G	.53
33 ATLANTIC RICHFIELD CO	50,000	.50
34 NORTHERN TRUST CORP	45,850	.46
35 DONALDSON LUFKIN & JENRETTE INC<	45,000	.45
36 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	40,000	.40
37 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	33,200H	.33
HARTFORD FIRE INSUR COS-COMBINED (33200)		
38 WELLS FARGO & CO	31,475	.31
39 EATON & HOWARD VANCE SANDERS INC	30,500	.30
EATON & HOWARD VANCE/FDS-COMB (30500)		
40 AMERICAN SECURITY CORP (D C)	29,600J	.29
41 FIRST UNION BANCORP	28,000	.28
42 BANK OF NEW YORK CO INC	27,150	.27
43 DIAS, JOHN JOSEPH	26,925G	.27
44 INA CORP<	25,000	.25
INA INSUR COS/FDS-COMBINED (25000)		
45 ARIZONA STATE RETIREMENT SYSTEM	25,000J	.25
46 EQUITABLE LIFE ASSUR SOCIETY OF US	22,000	.22
47 TEXAS COMMERCE BANCSHARES INC	21,800	.21
48 AMERICAN FLETCHER CORP<	20,900	.21
49 WERTHEIM & CO INC	20,100	.20
TOTALS	7,747,653	78.03%

TOP 5 CONTROL 27.61% OF STOCK TOP 15 CONTROL 55.08% OF STOCK
TOP 10 CONTROL 43.45% OF STOCK TOP 20 CONTROL 62.87% OF STOCK

DAYCO CORP

(SHARES O/S 5,372,000)

Principal Stockholders	Shares	%
1 WINTERS NATIONAL CORP	1,540,469	28.67
DAYCO EMP STOCK PUR PL & OTHER PENSION TRUSTS-INTERNAL (1468426)		
2 JACOB, RICHARD J#	158,163	2.94

DAYCO - CONTINUED

Principal Stockholders	Shares	%
3 MICHIGAN NATIONAL CORP	109,705	2.04
4 BATTERYMARCH FINANCIAL MNGT CORP	60,700	1.12
5 DOURLET, ERNEST F#	52,794	.98
6 STODDARD, STANFORD C & ASSOCIATES#	36,042	.67
7 KEMP, ROBERT D#	26,107	.48
8 PROVIDENT NATIONAL CORP<	25,651	.47
9 KAHN, HERMAN H#	17,652	.32
10 GORDON, EDWIN J#	15,894	.29
TOTALS	2,043,177	38.03%

TOP 5 CONTROL 35.77% OF STOCK TOP 15 CONTROL 38.03% OF STOCK
TOP 10 CONTROL 38.03% OF STOCK TOP 20 CONTROL 38.03% OF STOCK

DEAN FOODS

(SHARES O/S: 3,008,000)

Principal Stockholders	Shares	%
1 DEAN FAMILY INTERESTS#	752,000D	25.00
DEAN, M HOWARD & FAMILY (78584)		
ROCKWOOD, JOHN M & FAMILY (77523)		
DEAN FAMILY-OTHER MEMBERS & ASSOC (595893)		
2 O'CONNOR FAMILY INTERESTS	283,387J	9.42
O'CONNOR, ARTHUR T (31950)		
O'CONNOR, LYNDIA M (30375)		
O'CONNOR, MARION T (30375)		
O'CONNOR FAMILY TRUSTS (190687)		
3 LINCOLN NATIONAL CORP<	92,583	3.07
LINCOLN NATL INSUR/FDS-COMBINED (92583)		
4 VALLEY NATIONAL BANK OF ARIZONA	89,625	2.97
5 CORBETT, WILLARD J & FAMILY#	47,129J	1.56
6 NICHOLAS CO*	42,000	1.39
NICHOLAS FUND (42000)		
7 PRUDENTIAL INSURANCE CO OF AM	34,000	1.13
PRUDENTIAL INSUR COS/FUNDS-COMB (34000)		
8 GUCKIEN, JOHN V#	26,753J	.88
9 STEIN ROE & FARNHAM*	24,500	.81
10 DOUGLAS, KENNETH J#	18,139J	.60
11 BARCLAYS BANK LTD (ENGLAND) (9000)	18,000	.59
BARCLAYS UNICORN INTERNATIONAL (9000)		
12 MASSACHUSETTS MUTUAL LIFE INSUR CO	16,000	.53
MASS MUTUAL INSUR CO/FUNDS-COMB (16000)		
13 AID ASSOCIATION FOR LUTHERANS	13,000H	.43
14 NEUBERGER & BERMAN+	11,770	.39
NEUBERGER & BER MNGT/FDS-COMBINED (11770)		
15 ASSOCIATED BANC-CORP	9,587	.31
16 UNITED FIRE & CASUALTY CO	9,000H	.29
17 RITTMUELLER, WILBERT E#	8,013	.26
18 RAVENCROFT, THOMAS A#	7,157J	.23
19 HARRIS BANKCORP INC	7,000	.23
20 FIRST CHICAGO CORP<	6,477	.21
TOTALS	1,516,120	50.40%

TOP 5 CONTROL 42.04% OF STOCK TOP 15 CONTROL 49.15% OF STOCK
TOP 10 CONTROL 46.87% OF STOCK TOP 20 CONTROL 50.40% OF STOCK

DEERE & CO

(SHARES O/S 60,688,000)

Principal Stockholders	Shares	%
1 MOLINE NATIONAL CORP	3,280,178	5.40
2 DEERE FAMILY INTERESTS#	2,247,920E	3.70
HEWITT, WILLIAM A & FAMILY (2247920)		
3 MORGAN (J P) & CO INC<	1,992,000	3.28
4 MANUFACTURERS HANOVER CORP< (144923)	1,633,484	2.69
EDIE (LIONEL D) & CO INC (1488561)		
5 MELLON NATIONAL CORP	1,563,268	2.57
6 GENERAL ELECTRIC CO	1,500,000	2.47
GENERAL ELECTRIC PENSION TRUST (1500000)		
7 UNITED STATES STEEL CORP	1,128,920	1.86
US STEEL & CARNEGIE PENSION TR (1128920)		
8 NEW YORK STATE TEACHERS RETIR FUND	1,086,800	1.79
9 DONALDSON LUFKIN & JENRETTE INC<	1,001,021	1.64
10 KIRBY FAMILY GROUP-ALLEGHANY CORP<	979,100	1.61
ALLEGHANY CORP (204100)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (775000)		
11 TIAA-CREF	900,091	1.48
COLLEGE RETIREMENT EQUITIES FUND (900091)		

DEERE - CONTINUED

	Principal Stockholders	Shares	%
12	PRUDENTIAL INSURANCE CO OF AM	809,300	1.33
	PRUDENTIAL INSUR COS/FUNDS-COMB (809300)		
13	NATIONAL DETROIT CORP	782,927	1.29
14	WELLS FARGO & CO	779,821	1.28
15	EQUITABLE LIFE ASSUR SOCIETY OF US	702,900	1.15
16	TEXAS PERMANENT SCHOOL FUND	699,000	1.15
17	FMR CORP	686,500	1.13
	FIDELITY MNGT & RESEARCH CO* (203100)		
	FMR/FUNDS-COMBINED (483400)		
18	CONTINENTAL ILLINOIS CORP	625,640	1.03
19	CHASE MANHATTAN CORP	519,098	.85
20	CAPITAL GROUP INC	506,400	.83
	CAPITAL GUARDIAN TRUST CO (506400)		
21	PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	491,000	.80
22	NEW JERSEY DIVISION OF INVESTMENTS	480,000J	.79
23	CITICORP<	403,013	.66
24	FIDUCIARY TRUST CO OF NEW YORK	389,757	.64
	FIDUCIARY TRUST/FUNDS-COMBINED (389757)		
25	FIRST BANK SYSTEM INC	387,264	.63
26	FIRST INTERNATIONAL BANCSHARES INC	371,539	.61
27	PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	369,200	.60
28	PIONEER GROUP INC	368,400	.60
	PIONEERING MNGT/FUNDS-COMB		
29	NEW YORK CITY COMPTROLLER'S OFFICE	357,300	.58
30	NORTHERN TRUST CORP	323,655	.53
31	STATE FARM MUTL AUTOMOBILE INSUR CO	308,300H	.50
	STATE FARM INSUR COS-COMBINED (308300)		
32	HARRIS BANKCORP INC	302,000	.49
33	DETROITBANK CORP	301,366	.49
34	GEORGIA STATE RETIREMENT SYSTEM	300,000	.49
35	WISCONSIN INVESTMENT BOARD	296,700	.48
36	NATIONAL SECURITIES & RESEARCH CORP*	286,900	.47
	NSR ASSET MNGT/FUNDS-COMBINED (286900)		
37	LAZARD FRERES & CO	276,450	.45
38	TELEDYNE INC	275,600	.45
	TELEDYNE INSUR COS-COMBINED (275600)		
39	DUPONT FAMILY INTERESTS	270,586	.44
	WILMINGTON TRUST CO (270586)		
40	FIRST CHICAGO CORP<	265,579	.43
41	BETHLEHEM STEEL CORP	256,200	.42
	BETHLEHEM STEEL CORP PENSION PL (256200)		
42	TRAVELERS CORP<	239,150	.39
	TRAVELERS/KEYSTONE FUNDS-COMBINED (239150)		
43	OPPENHEIMER HOLDINGS INC+	239,000	.39
44	NEW YORK LIFE INSURANCE CO	235,800	.38
45	BROWN BROS HARRIMAN & CO	233,134	.38
46	VAUGHAN NELSON & HARGROVE INC	228,050	.37
47	HELLER (WALTER E) INTERNATIONAL CORP	214,012	.35
	AMERICAN NATL BK & TR CO/CHICAGO (214012)		
48	AMERICAN EXPRESS CO<	202,200	.33
	AMERICAN EXP INSUR COS-COMBINED (202200)		
49	TEXAS TEACHERS RETIR SYSTEM	191,100	.31
50	SEARS ROEBUCK & CO	190,000	.31
	ALLSTATE INSUR COS/FDS-COMBINED (190000)		
51	ROCKEFELLER FAMILY INTERESTS	190,000J	.31
	ROCKEFELLER FOUNDATION (190000)		
52	JOHN HANCOCK MUTUAL LIFE INSUR CO	188,000	.30
	JOHN HANCOCK/FUNDS-COMBINED (188000)		
53	NEUBERGER & BERMAN+	187,800	.30
	NEUBERGER & BER MNGT/FDS-COMBINED (187800)		
54	U S TRUST CORP	187,140	.30
55	DOW CHEMICAL CORP	184,500	.30
56	HARVARD UNIVERSITY	183,197	.30
57	WESTERN BANCORPORATION<	181,020	.29
58	STATE STREET BOSTON CORP	178,199	.29
59	ROWE PRICE (T) & ASSOCIATES INC*	176,550	.29
60	CRUM & FORSTER<	175,100	.28
	CRUM & FORSTER INSUR COS-COMBINED (175100)		
61	NEW ENGLAND MUTUAL LIFE INSUR CO	173,915	.28
	LOOMIS-SAYLES MNGR/FUNDS-COMBINED (173915)		
62	FIRST UNION BANCORP	173,182	.28
63	ALLENDALE GROUP<	171,300	.28
	ALLENDALE INSUR COS-COMBINED (171300)		
64	BANKERS TRUST NEW YORK CORP	167,290	.27
65	BATTERYMARCH FINANCIAL MNGT CORP	161,200	.26
66	BARING BROTHERS INC (ENGLAND)	160,500	.26
	ENDOWMENT MANAGEMENT & RES CO* (160500)		
67	ATLANTIC RICHFIELD CO	153,200	.25

DEERE - CONTINUED

	Principal Stockholders	Shares	%
68	ILLINOIS STATE TEACHERS RETIR SYSTEM	145,000J	.23
69	FIRST WISCONSIN CORP	137,018	.22
70	ST PAUL COMPANIES INC<	134,992	.22
	ST PAUL INSUR COS/FDS-COMBINED (134992)		
71	GENERAL ACCID FIRE & LIFE INSUR (ENG)	133,120H	.21
	GENERAL ACCID INSUR COS-COMBINED (133120)		
72	KEMPER FAMILY GROUP	127,000	.20
	KEMPER INSUR COS/FDS-COMBINED (127000)		
73	ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	125,000	.20
	TOTALS	36,271,846	59.76%

TOP 5 CONTROL 17.65% OF STOCK TOP 15 CONTROL 33.59% OF STOCK
TOP 10 CONTROL 27.04% OF STOCK TOP 20 CONTROL 38.59% OF STOCK

DENNISON MANUFACTURING

(SHARES O/S 9,083,000)

	Principal Stockholders	Shares	%
1	DENNISON MANUFACTURING CO	761,624J	8.08
	DENNISON MFG ESOP/3516 PCTS (688873)		
	DENNISON MFG STOCK SAVINGS PLAN & TRUST-2320 PCTS (72751)		
2	ROSENBERG CAPITAL MANAGEMENT	387,700	4.26
3	COOKE & BIELER INC	366,700	4.03
4	ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	325,166	3.57
	ROTHSCHILD CO (261466)		
	BANK OF CALIFORNIA NA (63700)		
5	NEW ENGLAND MERCHANTS CO INC	319,367	3.51
6	MARSH & MCLENNAN COS INC<	284,432	3.13
	EBERSTADT ASSET MNGT/FDS-COMBINED (284432)		
7	MASSACHUSETTS MUTUAL LIFE INSUR CO	211,600	2.32
	MASS MUTUAL INSUR CO/FUNDS-COMB (211600)		
8	HARRIS ASSOCIATES INC*	182,108	2.00
9	THORDIKE DORAN PAINE & LEWIS	175,725	1.93
	THORNDIKE-WELLINGTON FUNDS-COMB (175725)		
10	TOWNE, RICHARD P JR & FAMILY#	168,279J	1.85
11	T.N.B. FINANCIAL CORP	133,050	1.46
12	RAINIER BANCORPORATION	117,900	1.29
13	WRIGHT INVESTORS' SERVICE	71,900	.79
14	WESTERN BANCORPORATION<	70,200	.77
15	OREGON PUBLIC EMPLOYEES RETIR SYSTEM	70,000	.77
16	CONTINENTAL ILLINOIS CORP	41,000	.45
17	GIFFORD, NELSON S#	34,031J	.37
18	HILL SAMUEL GROUP LTD<	31,066	.34
	HILL SAMUEL UNIT TRUST MANAGER LTD (31066)		
19	DREYFUS CORP*	30,000	.33
20	GRAY, JOHN B#	28,918J	.31
21	NEW YORK CITY TEACHERS RETIREMENT SYSTEM	24,400G	.26
22	AMERICAN MUTUAL LIFE INSURANCE CO	24,000H	.26
23	OLDERSHAW, LOUIS F#	23,000J	.25
24	FIRST PENNSYLVANIA CORP	20,000	.22
25	FIDELCOR INC	18,340	.20
	TOTALS	3,920,506	43.16%

TOP 5 CONTROL 23.78% OF STOCK TOP 15 CONTROL 40.13% OF STOCK
TOP 10 CONTROL 35.04% OF STOCK TOP 20 CONTROL 41.95% OF STOCK

DEXTER CORP

(SHARES O/S: 9,155,000)

	Principal Stockholders	Shares	%
1	COFFIN FAMILY INTERESTS#	1,790,656J	19.55
	COFFIN, DAVID L (985887)		
	COFFIN, DEXTER D JR (804769)		
2	STATE FARM MUTL AUTOMOBILE INSUR CO	795,350H	8.68
	STATE FARM INVESTMENT MNGT CORP* (164300)		
	STATE FARM INSUR COS-COMBINED (631050)		
3	MARSH & MCLENNAN COS INC<	601,500	6.57
	EBERSTADT ASSET MNGT/FDS-COMBINED (601500)		
4	TIPPIT, C C & FAMILY#	516,212J	5.63
5	ROON, DONALD#	235,011J	2.56
6	WERTHEIM & CO INC	172,700	1.88
7	STATE STREET BOSTON CORP	168,443	1.83
8	NATIONAL CITY CORP	119,000	1.29
	DEXTER ESOPS-955 PCTS (106892)		
9	EATON & HOWARD VANCE SANDERS INC	115,320	1.25
	EATON & HOWARD VANCE/FDS-COMB (115320)		
10	STEIN ROE & FARNHAM*	91,990	1.00

DEXTER - CONTINUED

Principal Stockholders	Shares	%
11 SELIGMAN (J & W) & CO+	91,865	1.00
SELIGMAN/FUNDS-COMBINED (91865)		
12 NIAGARA SHARE CORP	78,000	.85
13 CBT CORP	70,257	.76
14 FRANKENHOFF, WILLIAM P#	68,450J	.74
15 AETNA LIFE & CASUALTY CO	65,150H	.71
AETNA INSUR COS/FDS-COMBINED (65150)		
16 SEARS ROEBUCK & CO	62,900	.68
ALLSTATE INSUR COS/FDS-COMBINED (62900)		
17 FIDUCIARY TRUST CO OF NEW YORK	51,167	.55
FIDUCIARY TRUST/FUNDS-COMBINED (51167)		
18 CAPITAL GROUP INC	45,000	.49
CAPITAL RES & MNGT/FUNDS-COMBINED (45000)		
19 ALLENDALE GROUP<	41,250	.45
ALLENDALE INSUR COS-COMBINED (41250)		
20 MARTIN, RALPH H#	37,125J	.40
21 WORTH, LOOMIS#	36,649J	.40
22 HARRIS ASSOCIATES INC*	36,625	.40
23 SHAWMUT CORP	35,250	.38
24 STATE BOND & MORTGAGE CO*	34,000	.37
25 NEVILLE RODIE & SHAW INC	32,650	.35
26 BATZEL, GEORGE E#	30,607J	.33
27 YALE UNIVERSITY	30,400F	.33
28 SBHU HOLDINGS INC	30,000	.32
SMITH BARNEY ADVISERS INC (30000)		
29 HARTFORD NATIONAL CORP	26,650	.29
30 HONG KONG & SHANGHAI BANKING CORP	24,995	.27
MARINE MIDLAND BANKS INC (24995)		
31 NEW ENGLAND MERCHANTS CO INC	24,259	.26
32 WRIGHT INVESTORS' SERVICE	23,700	.25
33 CHUBB CORP<	22,500H	.24
CHUBB INSUR COS-COMBINED (22500)		
34 PHOENIX MUTUAL LIFE INSURANCE CO	20,000	.21
PHOENIX FUNDS-COMBINED (20000)		
35 CONTINENTAL CORP<	20,000	.21
CONTINENTAL CORP/INSUR COS-COMB (20000)		
36 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	20,000	.21
37 WESTERN BANCORPORATION<	20,000	.21
38 GARDNER & PRESTON MOSS INC	19,400	.21
TOTALS	5,705,031	62.31%

TOP 5 CONTROL 43.02% OF STOCK TOP 15 CONTROL 54.39% OF STOCK
TOP 10 CONTROL 50.31% OF STOCK TOP 20 CONTROL 56.98% OF STOCK

DIAMOND INTERNATIONAL

(SHARES O/S: 13,685,000)

Principal Stockholders	Shares	%
1 GOLDSMITH, JAMES INTERESTS* (FRANCE)	3,879,812	28.35
CAVENHAM DEVELOPMENT INC (3879812)		
2 BROOKS, CONLEY FAMILY INTERESTS	854,643J	6.24
3 CHEMICAL NEW YORK CORP	811,311	5.92
DIAMOND INTL EMP SAVINGS & STOCK BONUS PL/2611 PCTS (811311)		
4 HOLLERN, JOHN M & MICHAEL P	789,289J	5.76
5 MARTIN, ADA L#	362,674J	2.65
6 FIRST NATIONAL CINCINNATI CORP	125,335	.91
7 FIRST BANK SYSTEM INC	124,536	.91
8 HARRIS BANKCORP INC	96,000	.70
9 CENTRAL BANCORP INC	77,977	.56
10 NORTHERN TRUST CORP	75,945	.55
11 HARTFORD NATIONAL CORP	68,668	.50
12 WHITTIER, ROBERT D	61,455J	.44
13 FIFTH THIRD BANK	59,782	.43
14 WELLS FARGO & CO	55,641	.40
15 BANK OF DELAWARE	48,302	.35
16 HUTTON (E F) GROUP INC	48,029J	.35
HUTTON (E F) & CO, NY (48029)		
17 HELLER (WALTER E) INTERNATIONAL CORP	45,830	.33
AMERICAN NATL BK & TR CO/CHICAGO (45830)		
18 CHASE MANHATTAN CORP	45,470	.33
DIAMOND INTL INV CREDIT ESOP/3746 (37842)		
19 WEMYSS, JAMES C & FAMILY#	39,431J	.28
20 FOLEY, M J	38,766J	.28
21 CUMBERLAND ASSOCIATES	33,400	.24
TOTALS	7,742,296	56.57%

DIAMOND INTERNATIONAL - CONTINUED

TOP 5 CONTROL 48.94% OF STOCK TOP 15 CONTROL 54.74% OF STOCK
TOP 10 CONTROL 52.59% OF STOCK TOP 20 CONTROL 56.33% OF STOCK

DIAMOND SHAMROCK

(SHARES O/S: 52,892,000)

Principal Stockholders	Shares	%
1 ROWE PRICE (T) & ASSOCIATES INC*	3,063,185	5.79
2 AMERITRUST CO	1,801,464	3.40
DIAMOND SHAMROCK SAV PL-6288 PCT (885424)		
DIAMOND SHAMROCK ESOP-4927 PCT (243272)		
3 NORA, VITTORIO DE	1,300,000J	2.45
4 CAPITAL GROUP INC	907,000	1.71
CAPITAL GUARDIAN TRUST CO (907000)		
5 DUPONT FAMILY INTERESTS	844,000	1.59
DU PONT (E I) DE NEMOURS & CO INC (844000)		
6 MANUFACTURERS HANOVER CORP<	697,631	1.31
7 OPPENHEIMER HOLDINGS INC+ (218100)	608,100	1.14
OPPENHEIMER FUNDS-COMBINED (390000)		
8 KEMPER FAMILY GROUP	524,400	.99
KEMPER INSUR COS/FDS-COMBINED (524400)		
9 BRUNDAGE STORY & ROSE	511,120	.96
10 MARSH & MCLENNAN COS INC<	400,000	.75
EBERSTADT ASSET MNGT/FDS-COMBINED (400000)		
11 CITICORP<	369,678	.69
12 PRINGLE FLINN ELVINS & DONAHUE INC	366,639	.69
13 MERCANTILE BANCORPORATION INC	361,810	.68
14 CONTINENTAL ILLINOIS CORP	291,829	.55
15 MELLON NATIONAL CORP	276,977	.52
16 NEW YORK LIFE INSURANCE CO	260,000	.49
17 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	260,000J	.49
18 NATIONAL SECURITIES & RESEARCH CORP*	251,000	.47
19 WACHOVIA CORP	243,448	.46
20 FIRST UNION BANCORP	241,818	.45
21 NATIONWIDE MUTUAL INSUR CO	200,000	.37
NATIONWIDE INSUR COS/FUNDS-COMB (200000)		
22 INA CORP<	200,000	.37
INA INSUR COS/FDS-COMBINED (200000)		
23 STATE MTL LIFE ASSUR CO OF AMERICA	190,100	.35
STATE MTL LIFE INSUR/FDS-COMBINED (190100)		
24 CHASE MANHATTAN CORP	186,749	.35
25 CENTRAN CORP	178,222	.33
26 DOLLAR SAVINGS & TRUST CO	177,643	.33
27 DONALDSON LUFKIN & JENRETTE INC<	170,380	.32
28 NEUBERGER & BERMAN+	170,110	.32
NEUBERGER & BER MNGT/FDS-COMBINED (170110)		
29 MARYLAND STATE RETIREMENT SYSTEMS	165,000	.31
30 MORGAN (J P) & CO INC<	159,000	.30
31 STANFORD UNIVERSITY	156,952G	.29
32 PITTSBURGH NATIONAL CORP	155,302	.29
33 STRAUSS, FRED S	153,090C	.28
34 JACKSON, J L#	148,447	.28
35 CRUM & FORSTER<	145,800	.27
CRUM & FORSTER INSUR COS-COMBINED (145800)		
36 CAPITAL SUPERVISORS INC	145,200	.27
37 SEAFIRST CORP	143,796	.27
38 FLORIDA STATE BOARD OF ADMINISTRATION	138,000	.26
39 NORTHWESTERN MUTUAL LIFE INSUR CO	135,000	.25
40 PENN SQUARE MANAGEMENT CORP*	130,000	.24
PENN SQUARE MUTUAL FUND (130000)		
41 BANKERS TRUST NEW YORK CORP	123,517	.23
42 DELAWARE MANAGEMENT CO INC*	115,000	.21
43 FORSTMANN-LEFF ASSOCIATES	106,600	.20
TOTALS	17,174,007	32.46%

TOP 5 CONTROL 14.96% OF STOCK TOP 15 CONTROL 23.29% OF STOCK
TOP 10 CONTROL 20.14% OF STOCK TOP 20 CONTROL 25.67% OF STOCK

DIGITAL EQUIPMENT

(SHARES O/S: 45,568,000)

Principal Stockholders	Shares	%
1 SHAWMUT CORP	2,621,134	5.75
2 OLSEN, KENNETH H#	2,501,967	5.49
3 MORGAN (J P) & CO INC<	2,242,000	4.92
4 MARSH & MCLENNAN COS INC<	2,048,950	4.49
PUTNAM MNGT/FUNDS-COMBINED (1583150)		
EBERSTADT ASSET MNGT/FDS-COMBINED (465800)		
5 JENNISON ASSOCIATES CAPITAL CORP	1,218,975	2.67

Principal Stockholders	Shares	%
DIGITAL EQUIPMENT - CONTINUED		
6 STATE STREET RESEARCH & MANAGEMENT CO•	1,170,680	2.56
7 EQUITABLE LIFE ASSUR SOCIETY OF US	1,025,025	2.24
8 CITICORP<	871,627	1.91
9 DUPONT FAMILY INTERESTS	790,000	1.73
DU PONT (E I) DE NEMOURS & CO INC (790000)		
10 CHASE MANHATTAN CORP	716,396	1.57
11 FIRST NATIONAL BOSTON CORP	706,625	1.55
12 BANKERS TRUST NEW YORK CORP	661,338	1.45
13 KIRBY FAMILY GROUP-ALLEGHANY CORP<	659,388	1.44
ALLEGHANY CORP (204388)		
INVESTORS DIVERSIFIED SER INC•		
IDS FUNDS-COMBINED (455000)		
14 TIAA-CREF	654,800	1.43
COLLEGE RETIREMENT EQUITIES FUND (654800)		
15 PRUDENTIAL INSURANCE CO OF AM	640,200	1.40
PRUDENTIAL INSUR COS/FUNDS-COMB (640200)		
16 STEIN ROE & FARNHAM•	609,136	1.33
17 MASSACHUSETTS FINANCIAL SERVICES INC•	575,319	1.26
18 DONALDSON LUFKIN & JENRETTE INC<	567,813	1.24
19 BABSON (DAVID L) & CO INC•	524,315	1.15
20 AETNA LIFE & CASUALTY CO	483,116H	1.06
AETNA INSUR COS/FDS-COMBINED (483116)		
21 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	480,454	1.05
BANK OF CALIFORNIA NA (255583)		
NEW COURT CAPITAL MNGT INC (224871)		
22 CAPITAL GROUP INC	475,200	1.04
CAPITAL GUARDIAN TRUST CO (106400)		
CAPITAL RES & MNGT/FUNDS-COMBINED (368800)		
23 GENERAL ELECTRIC CO	456,300	1.00
GENERAL ELECTRIC PENSION TRUST (456300)		
24 MANUFACTURERS HANOVER CORP< (294025)	451,513	.99
EDIE (LIONEL D) & CO INC (157488)		
25 HARRIS BANKCORP INC	434,000	.95
26 KEMPER FAMILY GROUP	390,263	.85
KEMPER INSUR COS/FDS-COMBINED (390263)		
27 THORDIKE DORAN PAINE & LEWIS	385,780	.84
THORNDIKE-WELLINGTON FUNDS-COMB (385780)		
28 BANKAMERICA CORP<	374,600	.82
29 DEVITRY, ARNAUD#	372,265	.81
30 JOHN HANCOCK MUTUAL LIFE INSUR CO	368,370	.80
JOHN HANCOCK/FUNDS-COMBINED (368370)		
31 ROSENBERG CAPITAL MANAGEMENT	352,450	.77
32 SELIGMAN (J & W) & CO+	321,937	.70
SELIGMAN/FUNDS-COMBINED (321937)		
33 WESTERN BANCORPORATION<	297,257	.65
34 BANK OF NEW YORK CO INC	288,629	.63
35 NEW ENGLAND MUTUAL LIFE INSUR CO	280,687	.61
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (280687)		
36 NEW JERSEY DIVISION OF INVESTMENTS	280,000J	.61
37 FIDUCIARY TRUST CO OF NEW YORK	273,776	.60
FIDUCIARY TRUST/FUNDS-COMBINED (273776)		
38 BROWN BROS HARRIMAN & CO	247,575	.54
39 CALIFORNIA, UNIVERSITY OF	237,300	.52
40 EATON & HOWARD VANCE SANDERS INC	228,543	.50
EATON & HOWARD VANCE/FDS-COMB (228543)		
41 FIRST CHICAGO CORP<	225,628	.49
42 NORTHERN TRUST CORP	218,625	.47
43 MACKAY-SHIELDS FINANCIAL CORP	203,785	.44
44 BARING BROTHERS INC (ENGLAND)	203,100	.44
ENDOWMENT MANAGEMENT & RES CO• (203100)		
45 CONTINENTAL ILLINOIS CORP	194,369	.42
46 WELLS FARGO & CO	182,465	.40
47 MARYLAND STATE RETIREMENT SYSTEMS	176,000	.38
48 NATIONAL CITY CORP	169,000	.37
49 SEARS ROEBUCK & CO	167,900	.36
SEARS INVEST MNGT-PEN & SAVING PLS (167900)		
50 SHEARSON LOEB RHOADES INC<	166,891	.36
BOSTON CO INC (166891)		
51 WACHOVIA CORP	165,231	.36
52 NATIONAL INVESTMENT SER OF AMERICA INC	163,325	.35
53 CONTINENTAL CORP<	163,156	.35
CONTINENTAL CORP/INSUR COS-COMB (163156)		
54 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	160,750	.35
AM INTERNL INSUR COS-COMBINED (160750)		
55 ALGER (FRED) MANAGEMENT INC•	159,369	.34
56 MIDLAND BANK GROUP< (ENGLAND)	158,837	.34
CROCKER NATIONAL CORP (158837)		
57 HELLER (WALTER E) INTERNATIONAL CORP	158,604	.34
AMERICAN NATL BK & TR CO/CHICAGO (158604)		
58 STATE STREET BOSTON CORP	155,461	.34
59 OHIO STATE TEACHERS RETIR SYSTEM	151,400	.33
60 CHEMICAL NEW YORK CORP	149,382	.32
61 ROWE PRICE (T) & ASSOCIATES INC•	148,069	.32
62 SUN LIFE ASSURANCE CO OF CANADA	148,000	.32
63 FMR CORP	142,600	.31
FMR/FUNDS-COMBINED (142600)		
64 AMERICAN SECURITY CORP (D C)	142,581J	.31
65 REPUBLIC OF TEXAS CORP<	139,975	.30
66 PACIFIC MUTUAL LIFE INSURANCE CO	128,700	.28
67 CONNECTICUT STATE TRUST FUND	122,500J	.26
68 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	120,600G	.26
69 LEHMAN BROTHERS KUHN LOEB INC	118,100	.25
LEHMAN MANAGEMENT CO INC• (118100)		
70 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	115,300H	.25
HARTFORD FIRE INSUR COS-COMBINED (115300)		
71 METROPOLITAN LIFE INSURANCE CO	112,520H	.24
72 INA CORP<	110,400	.24
INA INSUR COS/FDS-COMBINED (110400)		
73 CBT CORP	109,575	.24
74 HONG KONG & SHANGHAI BANKING CORP	107,000	.23
MARINE MIDLAND BANKS INC (107000)		
75 EAGLE MANAGEMENT & TRUST CO	104,792	.22
76 MADISON FUND INC	100,000	.21
77 COOLIDGE, LAWRENCE	96,763	.21
78 EXXON CORP	95,918	.21
79 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	95,500	.20
80 NORTHWEST BANCORPORATION<	94,801	.20
NORTHWESTERN NATL BK MINNEAPOLIS (94801)		
81 SCUDDER STEVENS & CLARK CO•	94,426	.20
82 BATTERYMARCH FINANCIAL MNGT CORP	93,400	.20
83 ROWE, DOROTHY E#	91,197	.20
TOTALS	34,411,694	75.51%

TOP 5 CONTROL 23.33% OF STOCK TOP 15 CONTROL 40.66% OF STOCK
TOP 10 CONTROL 33.37% OF STOCK TOP 20 CONTROL 46.71% OF STOCK

DONNELLEY (R R) & SONS

(SHARES O/S: 18,505,000)

Principal Stockholders	Shares	%
1 DONNELLEY FAMILY INTERESTS#	4,626,250	25.00
DONNELLEY, GAYLORD (1367452)		
DONNELLEY, JAMES R (785470)		
HAFFNER, CHARLES C 3RD (326753)		
OTHER FAMILY MEMBERS (2146575)		
2 DONALDSON LUFKIN & JENRETTE INC< (1763400)	1,918,600	10.36
ALLIANCE CAPITAL MANAGEMENT CORP• (100200)		
WOOD STRUTHERS & WINTHROP MGNT CORP• (55000)		
3 NORTHERN TRUST CORP	1,350,012	7.29
4 STATE FARM MUTL AUTOMOBILE INSUR CO	868,100H	4.69
STATE FARM INVESTMENT MNGT CORP• (100000)		
STATE FARM INSUR COS-COMBINED (768100)		
5 BRUNDAGE STORY & ROSE	706,865	3.81
6 MORGAN (J P) & CO INC<	600,000	3.24
7 WISCONSIN INVESTMENT BOARD	503,700	2.72
8 LAZARD FRERES & CO	382,900	2.06
9 NEW YORK CITY COMPTROLLER'S OFFICE	312,600	1.68
10 TEXAS TEACHERS RETIR SYSTEM	284,000	1.53
11 UNITED STATES STEEL CORP	252,950	1.36
US STEEL & CARNEGIE PENSION TR (252950)		
12 COLE YEAGER & WOOD INC	252,542	1.36
13 HARTFORD NATIONAL CORP	251,744	1.36
14 OPPENHEIMER HOLDINGS INC+	250,200	1.35
15 DUPONT FAMILY INTERESTS	221,851	1.19
WILMINGTON TRUST CO (221851)		
16 UNION CARBIDE CORP	195,100	1.05
17 ILLINOIS MUNICIPAL RETIREMENT FUND	190,000	1.02
18 PROVIDENT NATIONAL CORP<	183,655	.99
19 SAVINGS BANKS TRUST CO	164,200	.88
20 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	150,000	.81
21 FIRST NATIONAL BOSTON CORP	148,255	.80
22 NORTHWESTERN MUTUAL LIFE INSUR CO	138,500	.74
23 WACHOVIA CORP	129,634	.70
24 HARRIS BANKCORP INC	125,000	.67
25 MINNESOTA MUTUAL LIFE INSUR CO	118,000	.63

DONNELLEY - CONTINUED

Principal Stockholders	Shares	%
26 ROULSTON & CO INC	109,800	.59
27 MARSHALL & ILSLEY CORP	107,964	.58
28 ATLANTA CAPITOL CORP	102,700	.55
29 DODGE & COX INC*	101,000	.54
30 NATIONAL CITY CORP	99,000	.53
31 MINNESOTA STATE BOARD OF INVESTMENT	97,402G	.52
32 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	90,200G	.48
33 PACIFIC MUTUAL LIFE INSURANCE CO	83,800	.45
34 MUTUAL LIFE ASSURANCE CO OF CANADA	77,700H	.41
35 GENERAL REINSURANCE CORP	74,700	.40
36 TEXAS, UNIVERSITY OF	68,000	.36
37 LAKE, CHARLES W JR#	60,802	.32
38 SCUDDER STEVENS & CLARK CO*	57,100	.30
39 SWISS REINSURANCE CO (SWITZERLAND)	50,000	.27
40 OHIO POLICE & FIREMEN'S DISABILITY & PEN FD	50,000	.27
41 NEW ENGLAND MUTUAL LIFE INSUR CO LOOMIS-SAYLES MNGR/FUNDS-COMBINED (49625)	49,625	.26
42 FIRST CHICAGO CORP<	46,360	.25
43 CONTINENTAL ILLINOIS CORP	44,723	.24
44 FIELDS, ROBERT C#	44,076	.23
45 BERNSTEIN (SANFORD C) & CO INC	43,630	.23
46 FIRST NATIONAL OF NEBRASKA INC	41,975	.22
47 IOWA PUBLIC EMPLOYEES RETIREMENT SYSTEM	40,000	.21
48 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	40,000	.21
49 ROSENBERG CAPITAL MANAGEMENT	37,500	.20
TOTALS	15,942,715	86.15%

TOP 5 CONTROL 51.17% OF STOCK TOP 15 CONTROL 69.07% OF STOCK
TOP 10 CONTROL 62.43% OF STOCK TOP 20 CONTROL 73.84% OF STOCK

DORSEY CORP

(SHARES O/S 2,964,000)

1 YAEGER, LOUIS*	927,300J	31.28
2 HARRISON, J FRANK#	321,948J	10.86
3 BATTERYMARCH FINANCIAL MNGT CORP	106,000	3.57
4 ANCORP BANCSHARES INC DORSEY CORP TRASOP-1126 PCTS (28397)	52,513	1,77
5 LORCH, ERNEST H#	40,000X	1.34
6 OAKES, HERBERT L#	29,381J	.99
7 I N C O LTD (CANADA) I N C O CAPITAL MANAGEMENT INC (28000)	28,000	.94
8 FMR CORP FIDELITY MNGT & RESEARCH CO* (24800)	24,800	.83
9 WACHOVIA CORP	22,600	.76
10 LUCAS, WILLIAM F#	21,524J	.72
11 COLLIER, GEORGE L#	6,700C	.22
12 POLLOCK FAMILY INTERESTS# POLLOCK, JOHN T (5095) POLLOCK, FRANKLIN B (1500)	6,595J	.22
13 LAMB, REX M & FAMILY#	6,398J	.21
TOTALS	1,593,759	53.77%

TOP 5 CONTROL 48.84% OF STOCK TOP 15 CONTROL 53.77% OF STOCK
TOP 10 CONTROL 53.10% OF STOCK TOP 20 CONTROL 53.77% OF STOCK

DOVER CORP

(SHARES O/S: 17,852,000)

1 OHRSTROM FAMILY INTERESTS# OHRSTROM, GEORGE L (383404) OHRSTROM, RICHARD R (337720) BRYANT, MAGALEN O (1025288) FAMILY TRUSTS (311564)	2,057,976J	11.52
2 WISCONSIN INVESTMENT BOARD	799,913	4.48
3 STATE STREET RESEARCH & MANAGEMENT CO*	636,356	3.56
4 CHEMICAL NEW YORK CORP	468,458	2.62
5 KIRBY FAMILY GROUP-ALLEGHANY CORP< INVESTORS DIVERSIFIED SER INC* IDS FUNDS-COMBINED (380000)	380,000	2.12
6 NEW ENGLAND MERCHANTS CO INC	339,435	1.90
7 MORGAN (J P) & CO INC<	297,000	1.66
8 BETHLEHEM STEEL CORP BETHLEHEM STEEL CORP PENSION PL (283100)	283,100	1.58
9 MILLER ANDERSON & SHERRERD	277,200	1.55

DOVER - CONTINUED

Principal Stockholders	Shares	%
10 TRAVELERS CORP< TRAVELERS/KEYSTONE FUNDS-COMBINED (263194)	263,194	1.47
11 FIRST MANHATTAN CO	263,096	1.47
12 MACKAY-SHIELDS FINANCIAL CORP	225,100	1.26
13 METROPOLITAN LIFE INSURANCE CO	201,300H	1.12
14 STARR (C V)-AMERICAN INTERNATIONAL GROUP< AM INTERNL INSUR COS-COMBINED (170000)	170,000	.95
15 AMERICAN GENERAL INSURANCE CO< AMERICAN GENL INSUR CO-COMBINED AMERICAN GENERAL FDS-COMBINED (155200)	155,200	.86
16 EMPLOYERS MUTAL LIABILITY INSUR CO-WISCONSIN	155,000	.86
17 FIRST NATIONAL BOSTON CORP	141,690	.79
18 NEW YORK STATE COMMON RETIREMENT FUND	132,000H	.73
19 LAVINE, KENNETH N & ASSOCIATES#	128,920J	.72
20 KLEINWORT BENSON LONSDALE LTD< (ENGLAND) KLEINWORT BENSON LTD KLEINWORT FUNDS-COMBINED (120464)	120,464	.67
21 CANADA LIFE ASSURANCE CO	113,200H	.63
22 COLE YEAGER & WOOD INC	109,110	.61
23 SECURITY NEW YORK STATE CORP	103,608J	.58
24 SUTTON, THOMAS C#	102,960J	.57
25 CITYTRUST BANCORP INC	102,366	.57
26 EATON & HOWARD VANCE SANDERS INC EATON & HOWARD VANCE/FDS-COMB (100600)	100,600	.56
27 SELIGMAN (J & W) & CO* SELIGMAN/FUNDS-COMBINED (100547)	100,547	.56
28 PITCAIRN FAMILY INTERESTS PITCAIRN CO (100000)	100,000	.56
29 NATIONAL SECURITIES & RESEARCH CORP* NSR ASSET MNGT/FUNDS-COMBINED (97500)	97,500	.54
30 ORMSBY, ANTHONY J & ASSOCIATES#	93,388J	.52
31 CONTINENTAL ILLINOIS CORP	93,166	.52
32 SAVINGS BANKS TRUST CO	91,400	.51
32 WELCH & FORBES INC	82,475	.46
34 COMMERCIAL UNION ASSUR CO LTD (ENG) COMMERCIAL UNION INVEST MNGT* (80000)	80,000	.44
35 GRUMMAN CORP	80,000J	.44
36 CITIZENS FIDELITY CORP	72,710	.40
37 MINISTERS & MISSIONARIES BENEFIT BOARD	72,000H	.40
38 TRAINER WORTHAM & CO	71,150	.39
39 SENTRY INSUR-A MUTUAL CO	70,000	.39
40 YALE UNIVERSITY	70,000F	39
41 CONTINENTAL GROUP INC< CONTINENTAL FINL SERVICES CO (65000)	65,000	.36
42 HONG KONG & SHANGHAI BANKING CORP MARINE MIDLAND BANKS INC (64350)	64,350	.36
43 BANK OF NEW YORK CO INC	62,500	.35
44 NEW YORK CITY COMPTROLLER'S OFFICE	60,000	.33
45 OMAHA NATIONAL CORP	57,875	.32
46 COMMONWEALTH EDISON CO	56,200	.31
47 INTERNATIONAL TELEPHONE & TELEGRAPH CORP< HARTFORD FIRE INSUR COS-COMBINED (56000)	56,000H	.31
48 MERCANTILE BANKSHARES CORP<	55,375	31
49 SASS (MARTIN D)	50,400	28
50 WRIGHT INVESTORS' SERVICE	47,500	.26
51 MANUFACTURERS NATIONAL CORP	46,200	.25
52 CAPITAL GROUP INC CAPITAL GUARDIAN TRUST CO (46000)	46,000	.25
53 FIRST KENTUCKY NATL CORP	42,520	.23
54 LIBERTY NATIONAL CORP LIBERTY NATL BK & TR CO OF OAKL (41600)	41,600	.23
55 VOLLER, CHARLES P#	38,648H	.21
56 NEVILLE RODIE & SHAW INC	37,850	.21
TOTALS	10,129,600	56.74%

TOP 5 CONTROL 24.32% OF STOCK TOP 15 CONTROL 38.18% OF STOCK
TOP 10 CONTROL 32.50% OF STOCK TOP 20 CONTROL 41.98% OF STOCK

DOW CHEMICAL

(SHARES O/S: 181,007,000)

1 DOW FAMILY INTERESTS# DOAN, HERBERT D (474755) DOW, HERBERT H (1661719) DOW FAMILY-OTHER MEMBERS (10050448 EST) DOW (HERBERT H & GRACE A) FOUND (3661820) DOW (HERBERT H & BARBARA C) FOUND (108806)	15,957,548	8.81

DOW CHEMICAL - CONTINUED

Principal Stockholders	Shares	%
2 AMERITRUST CO	6,091,267	3.36
DOW CHEMICAL STOCK BENEFIT PL (3019457)		
DOW INVEST BENEFIT PL-32630 PCT (984476)		
3 NATIONAL DETROIT CORP	3,742,538	2.06
4 RICHARDSON, H SMITH FAMILY INTERESTS	2,874,555	1.58
RICHARDSON, HENRY SMITH JR (637237)		
RICHARDSON, LUNSFORD JR (503945)		
RICHARDSON, R RANDOLPH (354186)		
RICHARDSON (SMITH) FOUNDATION (551557)		
KING, HUGER S (322464)		
CHEEK, CHARLES W (302695)		
MIDDLEBROOK, ROBERT W (202471)		
5 MORGAN (J P) & CO INC<	2,435,000	1.34
6 MANUFACTURERS HANOVER CORP< (663181)	2,261,204	1.24
EDIE (LIONEL D) & CO INC (1598023)		
7 GERSTACKER-PARDEE FAMILY INTERESTS#	2,225,975	1.22
GERSTACKER, CARL A (649403)		
GERSTACKER (ROLLIN M) FOUNDATION (883362)		
PARDEE (ELSA U) FOUNDATION (693210)		
8 CITICORP<	2,021,178	1.11
9 PRUDENTIAL INSURANCE CO OF AM	1,716,200	.94
PRUDENTIAL INSUR COS/FUNDS-COMB (1716200)		
10 FIRST NATIONAL BOSTON CORP	1,580,050	.87
11 GENERAL ELECTRIC CO	1,508,500	.83
GENERAL ELECTRIC PENSION TRUST (1508500)		
12 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1,436,204	.79
BANK OF CALIFORNIA NA (1436204)		
13 FIRST CHICAGO CORP<	1,316,754	.72
14 BATTERYMARCH FINANCIAL MNGT CORP	1,282,880	.70
15 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,270,000	.70
16 CALIFORNIA, UNIVERSITY OF	1,220,065	.67
17 BABSON (DAVID L) & CO INC*	1,187,423	.65
18 DOW CHEMICAL CORP	1,145,713	.63
19 ROWE PRICE (T) & ASSOCIATES INC*	1,066,058	.58
20 CHASE MANHATTAN CORP	1,057,538	.58
21 NEW YORK STATE TEACHERS RETIR FUND	1,041,224	.57
22 FIDUCIARY TRUST CO OF NEW YORK	975,669	.53
FIDUCIARY TRUST/FUNDS-COMBINED (975669)		
23 WELLS FARGO & CO	945,129	.52
24 CONTINENTAL CORP<	852,676	.47
CONTINENTAL CORP/INSUR COS-COMB (852676)		
25 MELLON NATIONAL CORP	832,291	.45
26 NATIONAL CITY CORP	827,000	.45
27 UNITED STATES STEEL CORP	823,494	.45
US STEEL & CARNEGIE PENSION TR (823494)		
28 TEXAS PERMANENT SCHOOL FUND	745,972	.41
29 BANKERS TRUST NEW YORK CORP	735,891	.40
30 NATIONWIDE MUTUAL INSUR CO	707,032H	.39
NATIONWIDE INSUR COS/FUNDS-COMB (707032)		
31 CENTURY CAPITAL ASSOCIATES	699,000	.38
32 KEMPER FAMILY GROUP	687,350	.37
KEMPER INSUR COS/FDS-COMBINED (687350)		
33 HELLER (WALTER E) INTERNATIONAL CORP	663,711	.36
AMERICAN NATL BK & TR CO/CHICAGO (663711)		
34 DODGE & COX INC*	662,249	.36
35 EQUITABLE LIFE ASSUR SOCIETY OF US	657,700	.36
36 MERCANTILE BANCORPORATION INC	641,828	.35
37 SHEARSON LOEB RHOADES INC<	615,846	.34
BOSTON CO INC (615846)		
38 NORTHERN TRUST CORP	609,210	.33
39 FIDELCOR INC	603,197	.33
40 BETHLEHEM STEEL CORP	581,000	.32
BETHLEHEM STEEL CORP PENSION PL (581000)		
41 OHIO STATE TEACHERS RETIR SYSTEM	548,600	.30
42 BANK OF NEW YORK CO INC	542,636	.29
43 CONTINENTAL ILLINOIS CORP	533,636	.29
44 NEW ENGLAND MERCHANTS CO INC	527,858	.29
45 STATE STREET RESEARCH & MANAGEMENT CO*	521,300	.28
46 REPUBLIC OF TEXAS CORP<	510,270	.28
47 NEW YORK STATE COMMON RETIREMENT FUND	480,000H	.26
48 CHEMICAL NEW YORK CORP	457,025	.25
49 NEW YORK CITY COMPTROLLER'S OFFICE	441,000	.24
50 SEARS ROEBUCK & CO	435,700	.24
ALLSTATE INSUR COS/FDS-COMBINED (435700)		
51 SECURITY PACIFIC CORP<	435,269	.24
52 HOSPITAL TRUST CORP	434,968	.24
53 WESTERN BANCORPORATION<	432,141	.23
54 LIBERTY MUTUAL INSURANCE CO	419,666H	.23
55 MIDLAND BANK GROUP< (ENGLAND)	412,344	.22
CROCKER NATIONAL CORP (412344)		
56 TIAA-CREF	405,000	.22
COLLEGE RETIREMENT EQUITIES FUND (405000)		
57 FORD FOUNDATION	400,000	.22
58 U S TRUST CORP	389,425	.21
59 STEIN ROE & FARNHAM*	383,485	.21
60 TEXAS TEACHERS RETIR SYSTEM	378,900	.20
61 WACHOVIA CORP	373,620	.20
62 HARTFORD NATIONAL CORP	366,452	.20
TOTALS	78,133,414	43.16%

TOP 5 CONTROL 17.18% OF STOCK   TOP 15 CONTROL 26.36% OF STOCK
TOP 10 CONTROL 22.59% OF STOCK   TOP 20 CONTROL 29.49% OF STOCK

DOW JONES & CO

(SHARES O/S: 15,526,000)

Principal Stockholders	Shares	%
1 BANCROFT FAMILY INTERESTS-DESCENDANTS#	9,206,804J	59.29
COOK, JANE B & FAMILY (2521072)		
COX, JESSIE B (718095)		
OTHER FAMILY MEMBERS (5967667)		
2 OTTAWAY, JAMES H SR & FAMILY#	786,326J	5.06
3 TIAA-CREF	235,600	1.51
COLLEGE RETIREMENT EQUITIES FUND (235600)		
4 FIDUCIARY TRUST CO (BOSTON)	222,600	1.43
5 PROVIDENT NATIONAL CORP<	216,650	1.39
6 MATHERS & CO INC* (139800)	195,400	1.25
MATHERS FUND (55600)		
7 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	174,600	1.12
8 STEIN ROE & FARNHAM*	168,250	1.08
9 CITICORP<	165,450	1.06
10 U S TRUST CORP	154,176	.99
11 BETHLEHEM STEEL CORP	133,000	.85
BETHLEHEM STEEL CORP PENSION PL (133000)		
12 FIDUCIARY TRUST CO OF NEW YORK	125,670	.80
FIDUCIARY TRUST/FUNDS-COMBINED (125670)		
13 COLE YEAGER & WOOD INC	94,643	.60
14 DONALDSON LUFKIN & JENRETTE INC<	78,225	.50
15 GENERAL REINSURANCE CORP	76,700	.49
16 HELLER (WALTER E) INTERNATIONAL CORP	58,921	.37
AMERICAN NATL BK & TR CO/CHICAGO (58921)		
17 HARVARD UNIVERSITY	58,111	.37
18 WELLS FARGO & CO	57,600	.37
19 FMR CORP	52,200	.33
FIDELITY MNGT & RESEARCH CO* (52200)		
20 BANKERS TRUST NEW YORK CORP	46,000	.29
21 BANK OF NEW YORK CO INC	40,846	.26
22 CHEMICAL NEW YORK CORP	32,948	.21
23 SCHRODERS LTD< (ENGLAND)	32,300	.20
SCHRODER MNGR/FUNDS-COMBINED (32300)		
24 WERTHEIM & CO INC	31,800	.20
25 KERBY, WILLIAM F#	31,569J	.20
TOTALS	12,476,389	80.35%

TOP 5 CONTROL 68.71% OF STOCK   TOP 15 CONTROL 77.50% OF STOCK
TOP 10 CONTROL 74.23% OF STOCK   TOP 20 CONTROL 79.26% OF STOCK

DPF INC

(SHARES O/S: 4,485,000)

Principal Stockholders	Shares	%
1 ALLEN, HERBERT A FAMILY INTERESTS#	444,000	9.89
2 COHN, BERTRAM J#	99,000	2.20
3 BAM, FOSTER#	92,000	2.05
4 FIRST MANHATTAN CO	72,700	1.62
5 FIRST NATIONAL BOSTON CORP	50,989	1.13
6 FROST, WILLIAM L#	50,000G	1.11
7 FMR CORP	42,000	.93
FIDELITY MNGT & RESEARCH CO* (42000)		
8 DPF EMP STOCK PUR & SAV PL-180 PCTS (31423)	31,423J	.70
9 KRAMER, ARTHUR B#	28,100	.62
10 GRACE CAPITAL INC	13,500J	.30
DIRECTORS MANAGEMENT CORP (13500)		
TOTALS	923,712	20.59%

DPF - CONTINUED

TOP 5 CONTROL 16.91% OF STOCK TOP 15 CONTROL 20.59% OF STOCK
TOP 10 CONTROL 20.59% OF STOCK TOP 20 CONTROL 20.59% OF STOCK

DRESSER INDUSTRIES

(SHARES O/S: 78,085,000)

Principal Stockholders	Shares	%
1 ROWE PRICE (T) & ASSOCIATES INC*	2,905,340	3.72
2 MELLON NATIONAL CORP	2,681,132	3.43
3 PRUDENTIAL INSURANCE CO OF AM	2,527,700	3.23
PRUDENTIAL INSUR COS/FUNDS-COMB (2527700)		
4 MARSH & MCLENNAN COS INC<	2,048,500	2.62
PUTNAM MNGT/FUNDS-COMBINED (2048500)		
5 BABSON (DAVID L) & CO INC* (1525290)	1,714,090	2.19
JONES & BABSON INC		
BABSON MNGR/FUNDS-COMBINED (188800)		
6 BANKAMERICA CORP<	1,421,434	1.82
7 CITICORP<	1,255,038	1.60
8 BANK OF NEW YORK CO INC	1,242,920	1.59
9 DONALDSON LUFKIN & JENRETTE INC<	1,214,686	1.55
10 EQUITABLE LIFE ASSUR SOCIETY OF US	946,400	1.21
11 TRUST CO OF THE WEST	822,600	1.05
T C W ASSET MANAGEMENT CO (822600)		
12 NEW YORK STATE COMMON RETIREMENT FUND	820,000H	1.05
13 MORGAN (J P) & CO INC<	789,000	1.01
14 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	786,600	1.00
15 GENERAL ELECTRIC CO	746,200	.95
GENERAL ELECTRIC PENSION TRUST (746200)		
16 CHEMICAL NEW YORK CORP	746,144	.95
17 PROVIDENT NATIONAL CORP<	738,000	.94
18 NEW YORK CITY COMPTROLLER'S OFFICE	728,400	.93
19 CONNECTICUT GENERAL INSURANCE CORP	715,000	.91
CONN GENL INSUR COS/FDS-COMBINED (715000)		
20 SHEARSON LOEB RHOADES INC<	681,233	.87
BOSTON CO INC (681233)		
21 KIRBY FAMILY GROUP-ALLEGHANY CORP<	664,000	.85
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (664000)		
22 WESTERN BANCORPORATION<	657,596	.84
23 SCHRODERS LTD< (ENGLAND)	600,510	.76
SCHRODER MNGR/FUNDS-COMBINED (600510)		
24 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	560,800	.71
25 BETHLEHEM STEEL CORP	553,600	.70
BETHLEHEM STEEL CORP PENSION PL (553600)		
26 BRUNDAGE STORY & ROSE	546,300	.69
27 SCUDDER STEVENS & CLARK CO*	532,925	.68
28 ROBECO (HOLLAND)	500,000H	.64
29 BANKERS TRUST NEW YORK CORP	495,380	.63
30 MINNESOTA STATE BOARD OF INVESTMENT	484,600G	.62
31 NEW ENGLAND MUTUAL LIFE INSUR CO	469,826	.60
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (469826)		
32 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	454,000	.58
33 PITTSBURGH NATIONAL CORP	433,556	.55
34 SUN LIFE ASSURANCE CO OF CANADA	425,800	.54
35 NORTHERN TRUST CORP	420,426	.53
36 BROWN BROS HARRIMAN & CO	407,900	.52
37 DREYFUS CORP*	400,000	.51
38 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	400,000	.51
39 REPUBLIC OF TEXAS CORP<	356,673	.45
40 DUPONT FAMILY INTERESTS	351,366	.44
WILMINGTON TRUST CO (351366)		
41 NORTHEAST BANCORP INC (CONN)	321,128	.41
42 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	310,000	.39
43 MUTUAL LIFE INSURANCE CO OF NY	302,000	.38
44 JAMES, JOHN V#	300,036J	.38
45 RIGGS NATIONAL BANK	299,822	.38
46 WELLS FARGO & CO	294,950	.37
47 WRIGHT INVESTORS' SERVICE	290,700	.37
48 LINCOLN FIRST BANKS INC	289,550	.37
49 FIRST INTERNATIONAL BANCSHARES INC	284,646	.36
50 LAWRENCE, JOHN#	279,990J	.35
51 COLUMBIA MANAGEMENT CO*	276,000	.35
52 BANKERS LIFE CO	258,200	.33
53 ROTHSCHILD (L F) UNTERBERG TOWBIN	257,000	.32
54 HELLER (WALTER E) INTERNATIONAL CORP	253,942	.32
AMERICAN NATL BK & TR CO/CHICAGO (253942)		
55 ALGER (FRED) MANAGEMENT INC*	244,600	.31
56 STATE STREET RESEARCH & MANAGEMENT CO*	240,400	.30
57 FORSTMANN-LEFF ASSOCIATES	232,800	.29
58 NATIONAL DETROIT CORP	228,290	.29
59 MANUFACTURERS HANOVER CORP<	224,116	.28
EDIE (LIONEL D) & CO INC (224116)		
60 ROCHESTER UNIVERSITY	220,000	.28
61 DRESSER INDUSTRIES INC	214,000J	.27
DRESSER IND ST PUR PL/4000 PCTS (214000)		
62 FIRST OKLAHOMA BANCORP INC	213,520	.27
63 FARMERS GROUP INC<	211,200	.27
FARMERS GROUP INSUR COS-COMBINED (211200)		
64 FMR CORP	211,000	.27
FIDELITY MNGT & RESEARCH CO* (211000)		
65 FIRST PENNSYLVANIA CORP	210,394	.26
66 CONTINENTAL CORP<	199,200	.25
CONTINENTAL CORP/INSUR COS-COMB (199200)		
67 DOW CHEMICAL CORP	189,800	.24
68 SAVINGS BANKS TRUST CO	184,000	.23
69 CBT CORP	183,766	.23
70 INA CORP<	180,000	.23
INA INSUR COS/FDS-COMBINED (180000)		
71 STEIN ROE & FARNHAM*	171,504	.21
72 NEW YORK LIFE INSURANCE CO	171,400	.21
73 WASHINGTON DEPT OF RETIREMENT SYSTEMS	170,577	.21
74 HERITAGE WISCONSIN CORP	169,225	.21
75 TRUST CO OF GEORGIA	168,984	.21
76 MC MORGAN & CO	165,200	.21
77 BATTERYMARCH FINANCIAL MNGT CORP	162,400	.20
78 CONNECTICUT STATE TRUST FUND	156,000J	.19
79 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	152,000	.19
80 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	143,800G	.18
TOTALS	44,281,815	56.70%

TOP 5 CONTROL 15.21% OF STOCK TOP 15 CONTROL 28.07% OF STOCK
TOP 10 CONTROL 22.99% OF STOCK TOP 20 CONTROL 32.69% OF STOCK

DUPONT (E I) DE NEMOURS

(SHARES O/S: 144,718,000)

Principal Stockholders	Shares	%
1 DUPONT FAMILY INTERESTS#	50,651,300	35.00
DUPONT, IRENEE JR (3482534)		
DUPONT, EDWARD B (1456727)		
COPELAND, LAMMOT DU PONT (693768)		
GREENEWALT, CRAWFORD H (150362)		
LAIRD, WILLIAM W (824406)		
SHARP, HUGH R JR (1055844)		
WILMINGTON TRUST CO (25781298)		
DU PONT (E I) DE NEMOURS THRIFT PLAN/74328 (2698054)		
DU PONT FAMILY & ASSOC-OTHER (17206361)		
2 DELAWARE TRUST CO	3,350,342	2.31
3 CAPITAL GROUP INC	2,559,100	1.76
CAPITAL GUARDIAN TRUST CO (1839100)		
CAPITAL RES & MNGT/FUNDS-COMBINED (720000)		
4 PRUDENTIAL INSURANCE CO OF AM	2,144,900	1.48
PRUDENTIAL INSUR COS/FUNDS-COMB (2144900)		
5 MANUFACTURERS HANOVER CORP< (398121)	2,005,478	1.38
EDIE (LIONEL D) & CO INC (1607357)		
6 MORGAN (J P) & CO INC<	1,765,000	1.21
7 TIAA-CREF	1,454,087	1.00
COLLEGE RETIREMENT EQUITIES FUND (1454087)		
8 CITICORP<	1,447,951	1.00
9 NATIONAL DETROIT CORP	1,341,253	.92
10 NEW YORK STATE TEACHERS RETIR FUND	1,163,000	.80
11 BANK OF DELAWARE	1,143,291	.79
12 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1,115,678	.77
BANK OF CALIFORNIA NA (1115678)		
13 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	992,700	.68
14 LORD ABBETT & CO*	939,990	.64
15 CALIFORNIA, UNIVERSITY OF	913,723	.63
16 TRAVELERS CORP<	881,994	.60
TRAVELERS/KEYSTONE FUNDS-COMBINED (881994)		
17 GIRARD CO	847,264	.58
18 GENERAL ELECTRIC CO	807,500	.55
GENERAL ELECTRIC PENSION TRUST (807500)		
19 FIRST NATIONAL BOSTON CORP	805,270	.55
20 WELLS FARGO & CO	762,500	.52
21 PROVIDENT NATIONAL CORP<	741,585	.51

Principal Stockholders	Shares	%
DU PONT - CONTINUED		
22 NEW ENGLAND MUTUAL LIFE INSUR CO	727,807	.50
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (727807)		
23 MELLON NATIONAL CORP	716,840	.49
24 CHASE MANHATTAN CORP	627,508	.43
25 UNITED STATES STEEL CORP	624,905	.43
US STEEL & CARNEGIE PENSION TR (624906)		
26 PIONEER GROUP INC	593,700	.41
PIONEERING MNGT/FUNDS-COMB		
27 CONTINENTAL CORP<	579,850	.40
CONTINENTAL CORP/INSUR COS-COMB (579850)		
28 FIRST UNION BANCORP	578,748	.39
29 NEW YORK STATE COMMON RETIREMENT FUND	559,000H	.38
30 BANKERS TRUST NEW YORK CORP	510,314J	.35
DU PONT (E I) DE NEMOURS TRASOP-99456 PARTICIPANTS (510314)		
31 FIDELCOR INC	504,456	.34
32 HELLER (WALTER E) INTERNATIONAL CORP	496,449	.34
AMERICAN NATL BK & TR CO/CHICAGO (496449)		
33 OHIO STATE TEACHERS RETIR SYSTEM	493,900	.34
34 DELAWARE MANAGEMENT CO INC*	485,300	.33
35 BATTERYMARCH FINANCIAL MNGT CORP	427,500	.29
36 MERCANTILE BANKSHARES CORP<	424,832	.29
37 U S TRUST CORP	422,701	.29
38 REPUBLIC OF TEXAS CORP<	412,741	.28
39 FMR CORP	407,910	.28
FIDELITY MNGT & RESEARCH CO* (407910)		
40 MASSACHUSETTS FINANCIAL SERVICES INC*	394,200	.27
41 NORTHERN TRUST CORP	387,494	.26
42 TEXAS TEACHERS RETIR SYSTEM	385,200	.26
43 WILMINGTON CAPITAL MNGT	367,680	.25
44 CONTINENTAL INVESTMENT CORP<	367,000	.25
WADDELL & REED FDS-COMBINED (3167000)		
45 KEMPER FAMILY GROUP	349,200	.24
KEMPER INSUR COS/FDS-COMBINED (349200)		
46 METROPOLITAN LIFE INSURANCE CO	347,775H	.24
47 AMERITRUST CO	338,082	.23
48 FIRST PENNSYLVANIA CORP	324,613	.22
49 NATIONAL CITY CORP	324,000	.22
50 BANK OF NEW YORK CO INC	318,541	.22
51 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	285,000J	.19
52 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	276,200	.19
53 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	256,200G	.17
TOTALS	92,149,553	63.67%

TOP 5 CONTROL 41.95% OF STOCK TOP 15 CONTROL 50.43% OF STOCK
TOP 10 CONTROL 46.90% OF STOCK TOP 20 CONTROL 53.27% OF STOCK

EAGLE-PICHER INDUSTRIES

(SHARES O/S: 9,834,000)

Principal Stockholders	Shares	%
1 PIONEER GROUP INC	532,700	5.41
PIONEERING MNGT/FUNDS-COMB		
2 FIFTH THIRD BANK	471,119	4.79
3 KIRBY FAMILY GROUP-ALLEGHANY CORP<	300,000	3.05
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (300000)		
4 UNITED STATES STEEL CORP	181,200	1.84
US STEEL & CARNEGIE PENSION TR (181200)		
5 CENTRAL BANCORP INC	170,000	1.72
EAGLE-PICHER SAL EMPS STOCK PUR PL/1326 PCTS (170000)		
6 OPPENHEIMER HOLDINGS INC*	146,800	1.49
7 OHIO CITIZENS BANCORP	131,292	1.33
8 MANUFACTURERS HANOVER CORP<	125,968	1.28
9 DETROITBANK CORP	113,786	1.15
10 ATTEBERRY, WILLIAM D FAMILY#	104,942J	1.06
11 MERCHANTS NATIONAL CORP	95,264	.96
12 ADAMS EXPRESS CO	88,000	.89
13 MCMANUS, PHILIP D	66,183E	.67
14 CHEMICAL NEW YORK CORP	62,324	.63
15 WRIGHT INVESTORS' SERVICE	55,400	.56
16 MORGAN (J P) & CO INC<	51,000	.51
17 DEERE & CO	50,100	50
18 BEA ASSOCIATES INC	49,500	.50
19 AXELSON, ROBERT R#	45,816J	.46
20 F & T BANCORP INC	44,984	.45
21 HUDSON, JEFFERSON W#	32,340J	.32

Principal Stockholders	Shares	%
EAGLE-PICHER INDUSTRIES - CONTINUED		
22 OHIO FARMERS/WESTFIELD INSUR COS GROUP	24,000H	.24
23 PAINTER, JOHN W#	23,259J	.23
24 FIRST NATIONAL CINCINNATI CORP	22,283	.22
25 NATIONAL CITY CORP	22,000	.22
TOTALS	3,010,260	30.61%

TOP 5 CONTROL 16.82% OF STOCK TOP 15 CONTROL 26.89% OF STOCK
TOP 10 CONTROL 23.16% OF STOCK TOP 20 CONTROL 29.35% OF STOCK

EASTMAN KODAK

(SHARES O/S: 161,382,000)

Principal Stockholders	Shares	%
1 MORGAN (J P) & CO INC<	6,106,000	3.78
EASTMAN KODAK EMPS SAV & INVEST PLAN/INTERNAL (3276700)		
2 LINCOLN FIRST BANKS INC	3,905,008	2.41
3 MANUFACTURERS HANOVER CORP< (1347270)	2,620,939	1.62
EDIE (LIONEL D) & CO INC (1273669)		
4 SECURITY NEW YORK STATE CORP	2,210,986J	1.37
5 FIRST NATIONAL BOSTON CORP	1,979,255	1.22
6 NATIONAL DETROIT CORP	1,547,985	.95
7 CHASE MANHATTAN CORP	1,524,708	.94
8 TIAA-CREF	1,500,000	.92
COLLEGE RETIREMENT EQUITIES FUND (1500000)		
9 CITICORP<	1,472,012	.91
10 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,445,000	.89
11 JENNISON ASSOCIATES CAPITAL CORP	1,410,860	.87
12 MELLON NATIONAL CORP	1,380,486	.85
13 GENERAL ELECTRIC CO	1,297,100	.80
GENERAL ELECTRIC PENSION TRUST (1297100)		
14 BANKERS TRUST NEW YORK CORP	1,283,456	.79
15 CAPITAL GROUP INC	1,169,600	.72
CAPITAL GUARDIAN TRUST CO (661400)		
CAPITAL RES & MNGT/FUNDS-COMBINED (508200)		
16 CONTINENTAL CORP<	1,161,488	.71
CONTINENTAL CORP/INSUR COS-COMB (1161488)		
17 WELLS FARGO & CO	1,011,307	.62
18 NEW YORK STATE TEACHERS RETIR FUND	989,820	.61
19 FIRST JERSEY NATIONAL CORP	950,000	.58
EASTMAN KODAK EMPS FIRST JERSEY ST PUR PL/12000 PCTS (950000)		
20 NEW ENGLAND MUTUAL LIFE INSUR CO	893,639	.55
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (893639)		
21 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	879,325	.54
BANK OF CALIFORNIA NA (879325)		
22 U S TRUST CORP	814,487	.50
23 CONTINENTAL ILLINOIS CORP	759,437	.47
24 OHIO STATE TEACHERS RETIR SYSTEM	747,500	.46
25 CHEMICAL NEW YORK CORP	744,598	.46
26 HONG KONG & SHANGHAI BANKING CORP	723,909	.44
MARINE MIDLAND BANKS INC (723909)		
27 KEMPER FAMILY GROUP	718,200	.44
KEMPER INSUR COS/FDS-COMBINED (718200)		
28 CALIFORNIA, UNIVERSITY OF	634,305	.39
29 NORTHERN TRUST CORP	600,881	.37
30 SHEARSON LOEB RHOADES INC<	579,879	.35
BOSTON CO INC (579879)		
31 AMERITRUST CO	569,617	.35
32 HELLER (WALTER E) INTERNATIONAL CORP	563,961	.34
AMERICAN NATL BK & TR CO/CHICAGO (563961)		
33 LAZARD FRERES & CO	554,420	.34
34 HARTFORD NATIONAL CORP	552,478	.34
35 BANK OF NEW YORK CO INC	552,111	.34
36 UNITED STATES STEEL CORP	512,740	.31
US STEEL & CARNEGIE PENSION TR (512740)		
37 THORDIKE DORAN PAINE & LEWIS	509,842	.31
THORNDIKE-WELLINGTON FUNDS-COMB (509842)		
38 NEW YORK STATE COMMON RETIREMENT FUND	507,000H	.31
39 NEW JERSEY DIVISION OF INVESTMENTS	500,000J	.30
40 WESTERN BANCORPORATION<	487,885	.30
41 CBT CORP	472,451	.29
42 ROSENBERG CAPITAL MANAGEMENT	451,041	.27
43 FORD FOUNDATION	450,000	.27
44 MIDLAND BANK GROUP< (ENGLAND)	438,079	.27
CROCKER NATIONAL CORP (438079)		
45 BATTERYMARCH FINANCIAL MNGT CORP	429,730	.26
46 NEW YORK CITY COMPTROLLER'S OFFICE	426,200	.26

EASTMAN KODAK - CONTINUED

Principal Stockholders	Shares	%
47 FIDUCIARY TRUST CO OF NEW YORK FIDUCIARY TRUST/FUNDS-COMBINED (414935)	414,935	.25
48 NATIONAL CITY CORP	412,000	.25
49 STATE STREET RESEARCH & MANAGEMENT CO*	408,375	.25
50 TEXAS PERMANENT SCHOOL FUND	405,400	.25
51 REPUBLIC OF TEXAS CORP<	400,529	.24
52 DODGE & COX INC*	400,431	.24
53 KIRBY FAMILY GROUP-ALLEGHANY CORP< INVESTORS DIVERSIFIED SER INC* IDS FUNDS-COMBINED (400000)	400,000	.24
54 BETHLEHEM STEEL CORP BETHLEHEM STEEL CORP PENSION PL (386500)	386,500	.23
55 TEXAS TEACHERS RETIR SYSTEM	378,300	.23
56 AETNA LIFE & CASUALTY CO AETNA INSUR COS/FDS-COMBINED (375876)	375,876H	.23
57 BROWN BROS HARRIMAN & CO	368,160	.22
58 FIRST INTERNATIONAL BANCSHARES INC	363,535	.22
59 SEARS ROEBUCK & CO ALLSTATE INSUR COS/FDS-COMBINED (363200)	363,200	.22
60 STRALEM & CO INC	346,500	.21
61 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	342,600	.21
62 SAROFIM (FAYEZ) & CO	337,877	.20
63 NEW ENGLAND MERCHANTS CO INC	334,599	.20
64 PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (331700)	331,700	.20
65 MINNESOTA STATE BOARD OF INVESTMENT	265,530G	.16
TOTALS	58,075,772	35.98%

TOP 5 CONTROL 10.42% OF STOCK TOP 15 CONTROL 19.11% OF STOCK
TOP 10 CONTROL 15.06% OF STOCK TOP 20 CONTROL 22.22% OF STOCK

EATON CORP

(SHARES O/S 26,026,000)

Principal Stockholders	Shares	%
1 AMERITRUST CORP EATON SHARE PUR PL-3404 PCTS (1015396)	1,488,525	5.71
2 TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (777200)	777,200	2.98
3 BATTERYMARCH FINANCIAL MNGT CORP	708,100	2.72
4 TEXAS TEACHERS RETIR SYSTEM	568,100	2.18
5 PROVIDENT NATIONAL CORP<	507,375	1.94
6 NATIONAL CITY CORP	419,000	1.60
7 BANK OF NEW YORK CO INC	342,120	1.31
8 FIRST INTERNATIONAL BANCSHARES INC	336,575	1.29
9 NEW ENGLAND MUTUAL LIFE INSUR CO LOOMIS-SAYLES MNGR/FUNDS-COMBINED (316935)	316,935	1.21
10 FIRST UNION BANCORP	305,559	1.17
11 WACHOVIA CORP	286,283	1.09
12 SCUDDER STEVENS & CLARK CO*	251,248	.96
13 CITICORP<	234,666	.90
14 ROULSTON & CO INC	198,456	.76
15 TRAVELERS CORP< TRAVELERS/KEYSTONE FUNDS-COMBINED (179000)	179,000	.68
16 FORD FOUNDATION	150,000	.57
17 NEW ENGLAND MERCHANTS CO INC	147,345	.56
18 SOCIETY CORP	141,317	.54
19 UPDYKE ASSOCIATES	135,431G	.52
20 GENERAL ACCID FIRE & LIFE INSUR (ENG) GENERAL ACCID INSUR COS-COMBINED (123600)	123,600H	.47
21 WELLS FARGO & CO	121,673	.46
22 MASSACHUSETTS FINANCIAL SERVICES INC*	117,100	.44
23 TEMPLETON (JOHN M) FAMILY INTERESTS TEMPLETON INVEST CNSL LTD* (CAN) (116100)	116,100	.44
24 FIRST WISCONSIN CORP	114,680	.44
25 WESTERN BANCORPORATION<	107,740	.41
26 THORDIKE DORAN PAINE & LEWIS THORNDIKE-WELLINGTON FUNDS-COMB (107272)	107,272	.41
27 BANKERS TRUST NEW YORK CORP	105,325	.40
28 FIRST & MERCHANTS CORP	102,308	.39
29 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (100502)	100,502	.38
30 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND) BANK OF CALIFORNIA NA (77580)	77,580	.29
31 FLORIDA STATE BOARD OF ADMINISTRATION	76,900	.29
32 ATLANTIC RICHFIELD CO	75,000	.28
33 LINCOLN NATIONAL CORP< LINCOLN NATL INSUR/FDS-COMBINED (72786)	72,786	.27

EATON - CONTINUED

Principal Stockholders	Shares	%
34 WASHINGTON UNIVERSITY	72,296	.27
35 CHASE MANHATTAN CORP	72,087	.27
36 MC MORGAN & CO	69,550	.26
37 SUN LIFE ASSURANCE CO OF CANADA	63,750	.24
38 DELAWARE MANAGEMENT CO INC*	63,500	.24
39 MERCANTILE BANCORPORATION INC	61,641	.23
40 FIRST CHICAGO CORP<	60,126	.23
41 DOLE, ARTHUR 3RD#	60,003J	.23
42 DE WINDT, E MANDELL FAMILY INTERESTS#	56,650J	.21
TOTALS	9,491,404	36.46%

TOP 5 CONTROL 15.55% OF STOCK TOP 15 CONTROL 26.58% OF STOCK
TOP 10 CONTROL 22.16% OF STOCK TOP 20 CONTROL 29.26% OF STOCK

ECONOMICS LABORATORY

(SHARES O/S 13,507,000)

Principal Stockholders	Shares	%
1 OSBORN FAMILY INTERESTS# OSBORN, GLORIA (847447) OSBORN, STEELE B (346362)	1,193,809	8.83
2 NEUBERGER & BERMAN* NEUBERGER & BER MNGT/FDS-COMBINED (976400)	976,400	7.22
3 U S TRUST CORP	787,270	5.82
4 FIRST BANK SYSTEM INC	508,522	3.76
5 MORGAN (J P) & CO INC<	425,000	3.14
6 MARSH & MCLENNAN COS INC< EBERSTADT ASSET MNGT/FDS-COMBINED (345500)	345,500	2.55
7 SEARS ROEBUCK & CO ALLSTATE INSUR COS/FDS-COMBINED (319900)	319,900	2.36
8 CITICORP<	263,400	1.95
9 GLICKENHAUS & CO	258,900	1.91
10 CONTINENTAL ILLINOIS CORP	252,750	1.87
11 STANDISH AYER & WOOD INC*	236,400	1.75
12 AMERICAN GENERAL INSURANCE CO< AMERICAN GENL INSUR CO-COMBINED (55500) AMERICAN GENERAL FDS-COMBINED (170000)	225,500	1.66
13 MELLON NATIONAL CORP	220,700	1.63
14 AETNA LIFE & CASUALTY CO AETNA INSUR COS/FDS-COMBINED (180500)	180,500H	1.33
15 SELIGMAN (J & W) & CO* SELIGMAN/FUNDS-COMBINED (165000)	165,000	1.22
16 AMERICAN NATIONAL FINANCIAL CORP< AMER NATL INSUR COS/FDS-COMBINED (153000)	153,000H	1.13
17 PIONEER GROUP INC PIONEERING MNGT/FUNDS-COMB	137,000	1.01
18 THORDIKE DORAN PAINE & LEWIS THORNDIKE-WELLINGTON FUNDS-COMB (130000)	130,000	.96
19 CBT CORP	125,008	.92
20 DREYFUS CORP*	97,000	.71
21 UNITED MISSOURI BANCSHARES INC	83,000	.61
22 CHASE MANHATTAN CORP	78,000	.57
23 HARTFORD NATIONAL CORP	75,175	.55
24 ROWE PRICE (T) & ASSOCIATES INC*	65,400	.48
25 MASSACHUSETTS INSTITUTE OF TECHNOLOGY	60,000D	.44
26 LINCOLN NATIONAL CORP< LINCOLN NATL INSUR/FDS-COMBINED (55200)	55,200	.40
27 INVESCO CAPITAL MNGT INC	47,000	.34
28 SBHU HOLDINGS INC SMITH BARNEY ADVISERS INC (40000)	40,000	.29
29 NORTHWEST BANCORPORATION< NORTHWESTERN NATL BK MINNEAPOLIS (39618)	39,618	.29
30 CONNECTICUT STATE TRUST FUND	38,000J	.28
31 BEA ASSOCIATES INC	36,900	.27
32 HOSPITAL TRUST CORP	36,670	.27
33 DARTMOUTH COLLEGE	35,100J	.25
34 STATE BOND & MORTGAGE CO*	35,000	.25
35 HUTTON (E F) GROUP INC HUTTON (E F) & CO, NY (33000)	33,000J	.24
36 HARVARD UNIVERSITY	30,217	.22
37 CHEMICAL NEW YORK CORP	27,500	.20
38 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	24,800J	.18
TOTALS	7,842,139	58.05%

TOP 5 CONTROL 28.80% OF STOCK TOP 15 CONTROL 47.08% OF STOCK
TOP 10 CONTROL 39.47% OF STOCK TOP 20 CONTROL 51.83% OF STOCK

EG & G INC

(SHARES O/S: 13,176,000)

	Principal Stockholders	Shares	%
1	GERMESHAUSEN, KENNETH J	452,500A	3.43
2	FIRST NATIONAL BOSTON CORP	329,285	2.49
3	MORGAN (J P) & CO INC<	282,000	2.14
4	FAHNESTOCK & CO+	257,900	1.95
5	FIRST ATLANTA CORP	243,500	1.84
6	O'KEEFE, BERNARD J#	212,270J	1.61
7	EQUITABLE LIFE ASSUR SOCIETY OF US	182,000	1.38
8	FIDUCIARY TRUST CO OF NEW YORK	153,462	1.16
	FIDUCIARY TRUST/FUNDS-COMBINED (153462)		
9	FIFTH THIRD BANK	153,450	1.16
10	ADAMS EXPRESS CO	131,500	.99
11	COMMERCIAL UNION ASSUR CO LTD (ENG)	126,700	.96
	COMMERCIAL UNION INVEST MNGT* (126700)		
12	SEARS ROEBUCK & CO	124,600	.94
	SEARS INVEST MNGT-PEN & SAVING PLS (124600)		
13	MACKAY-SHIELDS FINANCIAL CORP	123,600	.93
14	FREED, DEAN W#	117,200J	.88
15	SELIGMAN (J & W) & CO+	103,400	.78
	SELIGMAN/FUNDS-COMBINED (103400)		
16	GRIER, HERBERT E#	91,400J	.69
17	EATON & HOWARD VANCE SANDERS INC	90,140	.68
	EATON & HOWARD VANCE/FDS-COMB (90140)		
18	NATIONAL HEALTH & WELFARE MTL LIFE INSUR ASSO	90,000	.68
19	SECURITY BENEFIT LIFE INSURANCE CO	90,000	.68
	SECURITY MANAGEMENT CO INC* (90000)		
20	BANKERS TRUST NEW YORK CORP	75,075	.56
21	CHEMICAL NEW YORK CORP	68,705	.52
22	RICE HALL JAMES & ASSOCIATES	62,800	.47
23	SOROS FUND MANAGEMENT INC	62,400	.47
24	CONTINENTAL ILLINOIS CORP	57,800	.43
25	LIBERTY MUTUAL INSURANCE CO	57,000H	.43
26	HOUSEHOLD FINANCE CORP	56,224H	.42
	ALEX HAMILTON LIFE INSUR CO OF AMER (56224)		
27	LACAGNINA, JOHN M	53,571Y	.40
28	BALLIETT, JOHN W	53,571Y	.40
29	ROBINSON, BRUCE R	53,571Y	.40
30	WEBER, ERNEST G	51,354Y	.38
31	SCUDDER STEVENS & CLARK CO*	44,952	.34
32	STEIN ROE & FARNHAM*	44,344	.33
33	WALLACE, HAROLD V#	44,100J	.33
34	TRW INC	43,800	.33
	TRW INVESTMENT MANAGEMENT (43800)		
35	NORTHEASTERN BANK OF PENNSYLVANIA	39,800	.30
36	BERNHARD (ARNOLD) & CO INC*	38,400	.29
	VALUE LINE MNGR/FUNDS-COMBINED (38400)		
37	YOUNT, THOMAS L JR#	36,424C	.27
38	SHIELDS ASSET MANAGEMENT INC	36,000	.27
39	GAGE, GEORGE HENRY#	36,000J	.27
40	SOUTH CAROLINA NATL CORP	34,000	.25
41	GARDNER & PRESTON MOSS INC	33,860	.25
42	STATE MTL LIFE ASSUR CO OF AMERICA	33,000	.25
	STATE MTL LIFE INSUR/FDS-COMBINED (33000)		
43	CHESWICK MCRAE & GILLESPIE INC	32,100	.24
44	ATLANTA CAPITAL MNGT CORP	30,400	.23
45	COLUMBIA MANAGEMENT CO*	30,000	.22
	TOTALS	4,564,158	34.63%

TOP 5 CONTROL 11.87% OF STOCK TOP 15 CONTROL 22.71% OF STOCK
TOP 10 CONTROL 18.19% OF STOCK TOP 20 CONTROL 26.03% OF STOCK

EMERSON ELECTRIC

(SHARES O/S: 59,998,000)

	Principal Stockholders	Shares	%
1	LORD ABBETT & CO*	1,522,230	2.53
2	MANUFACTURERS HANOVER CORP<	1,497,373	2.49
	EDIE (LIONEL D) & CO INC (1497373)		
3	NATIONAL DETROIT CORP	1,257,195	2.09
4	FIRST NATIONAL CINCINNATI CORP	1,221,639	2.03
5	FIRST UNION BANCORP	1,193,990	1.99
	EMERSON ELECTRIC TRASOP (80729)		
	EMERSON ELECTRIC EMP SAV INV PL (219192)		
6	MELLON NATIONAL CORP	1,153,645	1.92
7	NEW YORK STATE TEACHERS RETIR FUND	1,078,800	1.79
8	BANKAMERICA CORP<	1,070,626	1.78
9	CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,050,000	1.75
10	ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1,042,769	1.73
	BANK OF CALIFORNIA NA (1042769)		
	EMERSON ELECTRIC - CONTINUED		
11	BABSON (DAVID L) & CO INC*	1,038,315	1.73
12	CALIFORNIA, UNIVERSITY OF	979,550	1.63
13	TIAA-CREF	810,700	1.35
	COLLEGE RETIREMENT EQUITIES FUND (810700)		
14	COOKE & BIELER INC	788,450	1.31
15	FIRST NATIONAL BOSTON CORP	742,465	1.23
16	PFLEGER, G T#	633,581D	1.05
17	SCUDDER STEVENS & CLARK CO*	604,172	1.00
18	BETHLEHEM STEEL CORP	603,200	1.00
	BETHLEHEM STEEL CORP PENSION PL (603200)		
19	TEXAS PERMANENT SCHOOL FUND	596,100	.99
20	MARSH & MCLENNAN COS INC<	549,666	.91
	EBERSTADT ASSET MNGT/FDS-COMBINED (549666)		
21	BANKERS TRUST NEW YORK CORP	527,805	.87
22	BATTERYMARCH FINANCIAL MNGT CORP	518,000	.86
23	MORGAN (J P) & CO INC<	503,000	.83
24	PRUDENTIAL INSURANCE CO OF AM	502,700	.83
	PRUDENTIAL INSUR COS/FUNDS-COMB (502700)		
25	TEXAS TEACHERS RETIR SYSTEM	498,800	.83
26	BROWNING, ROBERT E#	431,635J	.71
27	HARRIS BANKCORP INC	427,000	.71
28	GEORGIA STATE RETIREMENT SYSTEM	419,000	.69
29	PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	403,100	.67
30	AETNA LIFE & CASUALTY CO	380,950H	.63
	AETNA INSUR COS/FDS-COMBINED (380950)		
31	INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	325,000H	.54
	HARTFORD FIRE INSUR COS-COMBINED (325000)		
32	STRALEM & CO INC	323,700	.53
33	BROWNING, LAURANCE L JR#	317,874	.52
34	PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	316,400	.52
35	CITICORP<	296,940	.49
36	UNITED STATES FIDELITY & GUARANTY CO	286,700	.47
	U S FID & GUAR INSUR COS-COMBINED (286700)		
37	EQUITABLE LIFE ASSUR SOCIETY OF US	284,400	.47
38	CHEMICAL NEW YORK CORP	279,725	.46
39	NEW YORK STATE COMMON RETIREMENT FUND	275,000H	.45
40	MERCANTILE BANCORPORATION INC	272,591	.45
41	WELLS FARGO & CO	272,447	.45
42	CHASE MANHATTAN CORP	268,910	.44
43	OHIO PUBLIC EMPLOYEES RETIR SYSTEM	268,400	.44
44	BANK OF NEW YORK CO INC	259,382	.43
45	MARINE BANCORP INC	258,360	.43
46	CENTRAL BANCORP INC	253,673	.42
47	MINNESOTA STATE BOARD OF INVESTMENT	250,700G	.41
48	ILLINOIS STATE TEACHERS RETIR SYSTEM	240,000J	.40
49	HELLER (WALTER E) INTERNATIONAL CORP	228,130	.38
	AMERICAN NATL BK & TR CO/CHICAGO (228130)		
50	FMR CORP	224,000	.37
	FMR/FUNDS-COMBINED (224000)		
51	UNITED STATES STEEL CORP	210,200	.35
	US STEEL & CARNEGIE PENSION TR (210200)		
52	OHIO STATE TEACHERS RETIR SYSTEM	195,000	.32
53	SEARS ROEBUCK & CO	189,600	.31
	ALLSTATE INSUR COS/FDS-COMBINED (189600)		
54	AMERITRUST CO	187,102	.31
55	UNION NATIONAL BK OF PITTSBURGH	185,464	.30
56	U S TRUST CORP	182,881	.30
57	SECURITY PACIFIC CORP<	174,418	.29
58	RIGGS NATIONAL BANK	171,909	.28
59	WACHOVIA CORP	170,582	.28
60	BOATMENS BANKSHARES INC	168,941	.28
61	FIDELCOR INC	164,900	.27
62	CONTINENTAL CORP<	157,900	.26
	CONTINENTAL CORP/INSUR COS-COMB (157900)		
63	HARTFORD NATIONAL CORP	157,512	.26
64	METROPOLITAN LIFE INSURANCE CO	156,835H	.26
65	DILLON COMPANIES INC	151,464Y	.25
66	WESTERN BANCORPORATION<	149,329	.24
67	AMERICAN EXPRESS CO<	144,000	.24
	AMERICAN EXP INSUR COS-COMBINED (144000)		
68	TEXAS, UNIVERSITY OF	137,800	.22
69	GRUMMAN CORP	130,000J	.21
70	FIRST ATLANTA CORP	129,000	.21
71	STANDISH AYER & WOOD INC*	127,750	.21
72	MERRILL LYNCH & CO INC<	127,191	.21
	MERRILL LYNCH ASSET MNGT CO INC* (127191)		
73	EXXON CORP	127,000	.21

EMERSON ELECTRIC - CONTINUED

Principal Stockholders	Shares	%
74 BERNHARD (ARNOLD) & CO INC*	126,000	.21
VALUE LINE MNGR/FUNDS-COMBINED (126000)		
75 FLORIDA STATE BOARD OF ADMINISTRATION	125,000	.20
76 NEW ENGLAND MERCHANTS CO INC	123,289	.20
77 UNITED VIRGINIA BANKSHARES INC	122,458	.20
TOTALS	33,742,313	56.23%

TOP 5 CONTROL 11.15% OF STOCK TOP 15 CONTROL 27.41% OF STOCK
TOP 10 CONTROL 20.14% OF STOCK TOP 20 CONTROL 32.39% OF STOCK

EMHART CORP

(SHARES O/S 12,062,000)

Principal Stockholders	Shares	%
1 MORGAN (J P) & CO INC<	601,552	4.98
2 MERCANTILE BANKSHARES CORP<	298,619	2.47
3 BATTERYMARCH FINANCIAL MNGT CORP	267,300	2.21
4 MASSACHUSETTS MUTUAL LIFE INSUR CO	162,300	1.34
MASS MUTUAL INSUR CO/FUNDS-COMB (162300)		
5 UNITED STATES STEEL CORP	160,800	1.33
US STEEL & CARNEGIE PENSION TR (160800)		
6 CHEMICAL NEW YORK CORP	116,891	.96
7 AMERITRUST CO	114,013	.94
8 FIRST CONNECTICUT BANCORP INC	113,771	.94
9 THORDIKE DORAN PAINE & LEWIS	100,000	.82
THORNDIKE-WELLINGTON FUNDS-COMB (100000)		
10 ATLANTA CAPITAL MNGT CORP	97,975	.81
11 CBT CORP	96,085	.79
12 COLONIAL BANCORP INC (CONN)	71,248	.59
13 GENERAL ACCID FIRE & LIFE INSUR (ENG)	70,900H	.58
GENERAL ACCID INSUR COS-COMBINED (70900)		
14 WILKINS & NANOVIC ASSOCIATES	67,500	.55
15 NORTHERN TRUST CORP	61,160	.50
16 CITYTRUST BANCORP INC	60,146	.49
17 FIDUCIARY TRUST CO (BOSTON)	52,281	.43
18 LANDMARK BANKING CORP OF FLORIDA	50,441	.41
19 CONTINENTAL GROUP INC<	50,000	.41
CONTINENTAL FINL SERVICES CO (50000)		
20 HARTFORD NATIONAL CORP	47,768	.39
21 DEERE & CO	47,700	.39
22 ROCKEFELLER FAMILY INTERESTS	45,400J	.37
ROCKEFELLER FOUNDATION (45400)		
23 CAPITAL GROUP INC	45,000	.37
CAPITAL RES & MNGT/FUNDS-COMBINED (45000)		
24 NEVILLE RODIE & SHAW INC	39,024	.32
25 JARVIS, HERBERT W#	33,649E	.27
26 BANKERS TRUST NEW YORK CORP	31,676	.26
27 CONSOLIDATED INVESTMENT TRUST	25,000	.20
28 SAROFIM (FAYEZ) & CO	25,000	.20
29 WRIGHT INVESTORS' SERVICE	24,575	.20
30 FORD, T MITCHELL#	22,388	.18
TOTALS	3,000,162	24.87%

TOP 5 CONTROL 12.35% OF STOCK TOP 15 CONTROL 19.89% OF STOCK
TOP 10 CONTROL 16.85% OF STOCK TOP 20 CONTROL 22.05% OF STOCK

ENVIROTECH CORP

(SHARES O/S 4,552,000)

Principal Stockholders	Shares	%
1 ESTEL N V (NETHERLANDS)	1,311,851J	28.81
2 DONALDSON LUFKIN & JENRETTE INC<	392,700	8.62
3 SWISS REINSURANCE CO (SWITZERLAND)	311,500	6.84
4 BANKAMERICA CORP<	50,000	1.09
5 CENTRAL SECURITIES CORP	48,500	1.06
6 SWISS CREDIT BANK	40,000	.87
CREDIT SUISSE FONDS-INTERNL (40000)		
7 CHAMBERS, ROBERT L#	37,268J	.81
8 SCHEPMAN, BERNE A#	35,448J	.77
9 PESCATELLO, MICHAEL & CO INC	30,000	.65
10 CONNECTICUT GENERAL INSURANCE CORP	28,000	.61
CONN GENL INSUR COS/FDS-COMBINED (28000)		
11 CONTINENTAL INVESTMENT CORP<	26,000	.57
WADDELL & REED FDS-COMBINED (26000)		
12 BOLTON TREMBLAY & CO*	25,000	.54
13 HELLER (WALTER E) INTERNATIONAL CORP	20,800	.45
AMERICAN NATL BK & TR CO/CHICAGO (20800)		
14 PAN-HOLDING S A	20,000H	.43

ENVIROTECH - CONTINUED

Principal Stockholders	Shares	%
15 FRENCH NATIONAL GOVERNMENT	18,000	.39
MUTUAL FUNDS-COMBINED (18000)		
16 ROCKEFELLER FAMILY INTERESTS	17,600J	.38
ROCKEFELLER FOUNDATION (17600)		
17 WELLS FARGO & CO	15,100	.33
18 N V BEHEERMAATSCHAPPIJ VAN HET*(NETHERLANDS)	12,500	.27
19 NORTHWEST OHIO BANCSHARES INC	11,315	.24
TOTALS	2,451,582	53.85%

TOP 5 CONTROL 46.45% OF STOCK TOP 15 CONTROL 52.61% OF STOCK
TOP 10 CONTROL 50.20% OF STOCK TOP 20 CONTROL 53.85% OF STOCK

ESMARK INC

(SHARES O/S 10,103,000)

Principal Stockholders	Shares	%
1 ANIXTER, LESTER J & ASSOCIATES	941,409C	9.31
2 BARING BROTHERS INC (ENGLAND)	832,100	8.23
ENDOWMENT MANAGEMENT & RES CO* (832100)		
3 HARRIS BANKCORP INC	802,523H	7.94
ESMARK THRIFT PLAN/3179 PCTS (764087)		
ESMARK SUPPLEMENTARY INC PL/528 (38436)		
4 CROWN, HENRY FAMILY INTERESTS#	666,125	6.59
CROWN, LESTER & ASSOCIATES (561125)		
GOULD, BENJAMIN Z (105000)		
5 VICKERS, JACK A & FAMILY ASSOCIATES#	486,074	4.81
6 GENERAL ELECTRIC CO	281,900	2.79
ELFUN TRUSTS (65000)		
GENERAL ELECTRIC PENSION TRUST (216900)		
7 SHEARSON LOEB RHOADES INC<	223,600	2.21
BERNSTEIN-MACAULEY INC (223600)		
8 CONTINENTAL INVESTMENT CORP<	165,000	1.63
WADDELL & REED FDS-COMBINED (165000)		
9 MCKEE, ROBERT	163,200	1.61
10 RICHARDSON (SID W) FOUNDATION	155,000D	1.53
11 YALE UNIVERSITY	150,050F	1.48
12 STANFORD UNIVERSITY	109,150G	1.08
13 GATES RUBBER CO<	104,000	1.02
FINANCIAL PROGRAMS INC* (104000)		
14 MASSACHUSETTS FINANCIAL SERVICES INC*	100,000	.98
15 PRINCETON UNIVERSITY	100,000F	.98
16 NORTHERN TRUST CORP	96,313	.95
17 MORGAN (J P) & CO INC<	81,000	.80
18 WERTHEIM & CO INC	72,550	.71
19 CITICORP<	65,375	.64
20 CHICAGO, UNIVERSITY OF	56,806	.56
21 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	52,975G	.52
22 MERRILL LYNCH & CO INC<	50,100	.49
MERRILL LYNCH ASSET MNGT CO INC* (50100)		
23 GETTY OIL CO	50,000H	.49
ERC INSURANCE COS-COMBINED (50000)		
24 CONTROL DATA CORP	50,000H	.49
COMMERCIAL CREDIT/INS COS-COMBINED (50000)		
25 LUTHERAN BROTHERHOOD	48,000H	.47
26 KELLY, DONALD P & FAMILY#	45,194	.44
27 WELLS FARGO & CO	44,437	.43
28 FIRST TULSA BANCORP INC	42,445H	.42
VICKERS ENERGY CORP THRIFT PL/245 (42445)		
29 OHIO SCHOOL EMPLOYEES RETIR SYSTEM	40,000	.39
30 HUNTINGTON BANCSHARES INC	30,500	.30
31 HELLER (WALTER E) INTERNATIONAL CORP	27,500	.27
AMERICAN NATL BK & TR CO/CHICAGO (27500)		
32 BANKERS TRUST NEW YORK CORP	25,500	.25
33 SEARS ROEBUCK & CO	23,600	.23
ALLSTATE INSUR COS/FDS-COMBINED (23600)		
34 SECURITY PACIFIC CORP<	22,378	.22
TOTALS	6,204,804	61.41%

TOP 5 CONTROL 36.90% OF STOCK TOP 15 CONTROL 52.26% OF STOCK
TOP 10 CONTROL 46.68% OF STOCK TOP 20 CONTROL 55.94% OF STOCK

ETHYL CORP

(SHARES O/S: 18,761,000)

	Principal Stockholders	Shares	%
1	GOTTWALD FAMILY INTERESTS#	2,817,134J	15.01
	GOTTWALD, BRUCE C (759408)		
	GOTTWALD, FLOYD D (1040716)		
	GOTTWALD, FLOYD D JR (898730)		
	OTHER FAMILY MEMBERS (118280)		
2	FIRST & MERCHANTS CORP	1,928,025	10.27
	ETHYL SAV PLANS/INTERNAL (1614723)		
3	STATE FARM MUTL AUTOMOBILE INSUR CO	753,800H	4.01
	STATE FARM INSUR COS-COMBINED (753800)		
4	PRINGLE FLINN ELVINS & DONAHUE INC	449,820	2.39
5	THORDIKE DORAN PAINE & LEWIS	350,000	1.86
	THORNDIKE-WELLINGTON FUNDS-COMB (350000)		
6	MARSH & MCLENNAN COS INC<	320,100	1.70
	EBERSTADT ASSET MNGT/FDS-COMBINED (320100)		
7	PROVIDENT NATIONAL CORP< (236100)	316,100	1.68
	PROVIDENT INSTITUTIONAL MNGT CORP (80000)		
8	FIRST WISCONSIN CORP	305,570	1.62
9	U S TRUST CORP	283,040	1.50
10	UNITED STATES STEEL CORP	280,000	1.49
	US STEEL & CARNEGIE PENSION TR (280000)		
11	UNITED VIRGINIA BANKSHARES INC	273,454	1.4[illegible]
12	OPPENHEIMER HOLDINGS INC+	243,600	1.29
13	NORTHWESTERN MUTUAL LIFE INSUR CO	240,000	1.27
14	MASSACHUSETTS MUTUAL LIFE INSUR CO	190,400	1.01
	MASS MUTUAL INSUR CO/FUNDS-COMB (190400)		
15	FIRST NATIONAL BANCORP INC	187,700	1.00
16	FIRST NATIONAL BOSTON CORP	165,530	.88
17	CONTINENTAL GROUP INC<	165,400	.88
	CONTINENTAL FINL SERVICES CO (165400)		
18	CONTINENTAL ILLINOIS CORP	151,380	.80
19	SAFECO CORP<	150,000	.79
	SAFECO INSUR COS & FDS-COMBINED (150000)		
20	FMR CORP	142,386	.75
	FIDELITY MNGT & RESEARCH CO* (142386)		
21	MASSACHUSETTS FINANCIAL SERVICES INC+	140,000	.74
22	FEDERATED INVESTORS INC<	120,000	.63
	FEDERATED RESEARCH CORP*		
	FEDERATED RESEARCH FUNDS-COMBINED (120000		
23	BATTERYMARCH FINANCIAL MNGT CORP	116,800	.62
24	FORD FOUNDATION	111,500	.59
25	ILLINOIS STATE BOARD OF INVESTMENT	110,000J	.58
26	BECK MACK & OLIVER	106,800	.56
27	WILKINS & NANOVIC ASSOCIATES	96,900	.51
28	EXXON CORP	95,000	.50
29	BEA ASSOCIATES INC	84,500	.45
30	DREYFUS CORP*	82,200	.43
31	FIRST NATIONAL OF NEBRASKA INC	78,894	.42
32	AXE (E W) & CO INC*	78,000	.41
	AXE-HOUGHTON FUNDS-COMBINED (78000)		
33	WASHINGTON DEPT OF RETIREMENT SYSTEMS	77,000	.41
34	MILLER, JAMES F#	70,900J	.37
35	FIRST TENNESSEE NATIONAL CORP	64,965	.34
36	DAVIS/DINSMORE MANAGEMENT CO*	62,000	.33
37	COLUMBIA UNIVERSITY	57,800	.30
38	ARIZONA STATE RETIREMENT SYSTEM	50,000J	.26
39	VILAS FISCHER ASSOCIATES LTD	45,520	.24
40	ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	42,000	.22
	BANK OF CALIFORNIA NA (42000)		
41	SCOTT, SIDNEY B#	41,960J	.22
42	SECURITY PACIFIC CORP<	39,554	.21
43	MIDLAND INVESTMENT CO	39,400	.21
44	PEW FAMILY INTERESTS	37,700	.20
	TOTALS	11,562,832	61.63%

TOP 5 CONTROL 33.57% OF STOCK   TOP 15 CONTROL 47.64% OF STOCK
TOP 10 CONTROL 41.59% OF STOCK   TOP 20 CONTROL 51.77% OF STOCK

EVANS PRODUCTS

(SHARES O/S: 12,306,000)

	Principal Stockholders	Shares	%
1	POSNER FAMILY INTERESTS	2,102,900	17.08
	SHARON STEEL CORP (2102900)		
2	BANKERS TRUST NEW YORK CORP	659,600J	5.35
	EVANS PRODUCTS ESOP-6168 PCTS (82638)		
3	DELAWARE MANAGEMENT CO INC*	620,100	5.03
4	ORLOFF, MONFORD A INTERESTS#	511,191J	4.15
	FORTUNE CORP (430877)		
	ORLOFF GROUP INC (50000)		
	ORLOFF, MONFORD A (30314)		
5	WYGAL, LAUREN L#	467,961J	3.80
6	HELLER (WALTER E) INTERNATIONAL CORP	357,425	2.90
	AMERICAN NATL BK & TR CO/CHICAGO (357425)		
7	THORDIKE DORAN PAINE & LEWIS	301,300	2.44
	THORNDIKE-WELLINGTON FUNDS-COMB (301300)		
8	TIAA-CREF	219,100	1.78
	COLLEGE RETIREMENT EQUITIES FUND (219100)		
9	CHASE MANHATTAN CORP	164,100	1.33
10	CHEMICAL NEW YORK CORP	120,000	.97
11	UNITED STATES STEEL CORP	111,535	.90
	US STEEL & CARNEGIE PENSION TR (111535)		
12	MANUFACTURERS HANOVER CORP<	106,900	.86
13	TRAVELERS CORP<	106,600	.86
	TRAVELERS/KEYSTONE FUNDS-COMBINED (106600)		
14	MELLON NATIONAL CORP	97,795	.79
15	WESTERN BANCORPORATION<	95,246	.77
16	WELLS FARGO & CO	91,360	.74
17	COLUMBIA MANAGEMENT CO*	82,100	.66
18	MERRILL LYNCH & CO INC<	75,000	.60
	MERRILL LYNCH ASSET MNGT CO INC* (75000)		
19	FIRST PENNSYLVANIA CORP	72,900	.59
20	FIRST INVESTORS CORP*	69,500	.56
21	FIRST BANK SYSTEM INC	61,736	.50
22	BRODY, J KENNETH#	57,596J	.46
23	US BANCORP	55,640	.45
24	FIRST UNION BANCORP	54,275	.44
25	MORGAN (J P) & CO INC<	51,000	.41
26	NATIONAL SECURITIES & RESEARCH CORP*	50,000	.40
27	GROSSMAN, MAURICE#	48,290J	.39
28	NORTHERN TRUST CORP	41,500	.33
29	OREGON PUBLIC EMPLOYEES RETIR SYSTEM	40,000	.32
30	SAFECO CORP<	35,000	.28
	SAFECO INSUR COS & FDS-COMBINED (35000)		
31	HUTTON (E F) GROUP INC	31,252J	.25
	HUTTON (E F) & CO, NY (31252)		
32	MADWAY, HILLARD#	26,444X	.21
33	ZENCZAK, PIOTR#	25,739J	.20
	TOTALS	7,011,085	56.97%

TOP 5 CONTROL 35.44% OF STOCK   TOP 15 CONTROL 49.09% OF STOCK
TOP 10 CONTROL 44.88% OF STOCK   TOP 20 CONTROL 52.27% OF STOCK

EX-CELL-O

(SHARES O/S: 10,199,000)

	Principal Stockholders	Shares	%
1	DETROITBANK CORP	745,761	7.31
2	MORGAN (J P) & CO INC<	622,000	6.09
3	CHEMICAL NEW YORK CORP	529,400	5.19
4	LAZARD FRERES & CO	248,850	2.43
5	NEW YORK STATE COMMON RETIREMENT FUND	189,000H	1.85
6	KEMPER FAMILY GROUP	166,500	1.63
	KEMPER INSUR COS/FDS-COMBINED (166500)		
7	NORTHERN TRUST CORP	162,897	1.59
8	CASEY, EDWARD P#	141,798	1.39
9	CAPITAL GROUP INC	100,000	.98
	CAPITAL RES & MNGT/FUNDS-COMBINED (100000)		
10	VALLEY NATIONAL BANK OF ARIZONA	88,682	.86
11	LORD ABBETT & CO*	88,500	.86
12	CAPITAL CONSULTANTS INC	79,500	.77
13	SEAFIRST CORP	78,500	.76
14	NEUBERGER & BERMAN+	72,700	.71
	NEUBERGER & BER MNGT/FDS-COMBINED (72700)		
15	BANKERS TRUST NEW YORK CORP	64,930	.63
16	KIRBY FAMILY GROUP-ALLEGHANY CORP<	60,000	.58
	INVESTORS DIVERSIFIED SER INC*		
	IDS FUNDS-COMBINED (60000)		
17	SCUDDER STEVENS & CLARK CO*	55,350	.54
18	RAINIER BANCORPORATION	53,550	.52
19	EQUITABLE LIFE ASSUR SOCIETY OF US	52,000	.50
20	MANUFACTURERS NATIONAL CORP	51,718	.50
21	FIRST TENNESSEE NATIONAL CORP	45,400	.44
22	SHAWMUT CORP	44,556	.43
23	WELLS FARGO & CO	39,500	.38

EX-CELL-O - CONTINUED

Principal Stockholders	Shares	%
24 MERCHANTS NATIONAL CORP	38,329	.37
25 ANDREAE, FRED N#	37,990E	.37
26 NEW YORK CITY COMPTROLLER'S OFFICE	32,400	.31
27 INTERVEST MANAGEMENT CO	31,828	.31
28 BIXBY, H G#	30,690X	.30
29 WINTERS NATIONAL CORP	30,650	.30
30 BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	30,440	.29
31 HOGAN, COLEMAN F#	29,238J	.28
32 HELLER (WALTER E) INTERNATIONAL CORP	29,100	.28
AMERICAN NATL BK & TR CO/CHICAGO (29100)		
33 BULLOCK (CALVIN) LTD*	27,900	.27
34 FIRST CHICAGO CORP<	27,700	.27
35 MICHIGAN NATIONAL CORP	27,627	.27
36 MERRILL LYNCH & CO INC<	24,000	.23
MERRILL LYNCH ASSET MNGT CO INC* (24000)		
37 UTAH STATE RETIREMENT FUND	20,000	.19
TOTALS	4,199,184	41.17%

TOP 5 CONTROL 22.89% OF STOCK TOP 15 CONTROL 33.13% OF STOCK
TOP 10 CONTROL 29.36% OF STOCK TOP 20 CONTROL 35.80% OF STOCK

EXXON

(SHARES O/S: 453,205,000)

Principal Stockholders	Shares	%
1 EXXON CORP	9,481,047J	2.09
EXXON THRIFT PL/PARTICIPANTS (6329461)		
EXXON THRIFT PL-PARTICIPANTS (3151586)		
2 ROCKEFELLER FAMILY INTERESTS	7,650,600	1.68
ROCKEFELLER FOUNDATION (2433000)		
ROCKEFELLER UNIVERSITY (226374)		
ROCKEFELLER BROTHERS FUND (220000)		
DESCENDANTS OF JOHN D JR (4771226)		
3 CHASE MANHATTAN CORP	6,792,848	1.49
4 MANUFACTURERS HANOVER CORP< (3358866)	4,708,927	1.03
EDIE (LIONEL D) & CO INC (1350061)		
5 SAROFIM (FAYEZ) & CO	4,451,394	.98
6 TIAA-CREF	4,385,000	.96
COLLEGE RETIREMENT EQUITIES FUND (4385000)		
7 MORGAN (J P) & CO INC<	4,314,000	.95
8 WELLS FARGO & CO	3,383,780	.74
9 PRUDENTIAL INSURANCE CO OF AM	3,233,600	.71
PRUDENTIAL INSUR COS/FUNDS-COMB (3233600)		
10 FIRST NATIONAL BOSTON CORP	2,905,500	.64
11 TEXAS COMMERCE BANCSHARES INC	2,774,123	.61
12 DUPONT FAMILY INTERESTS	2,721,733	.60
DU PONT (E I) DE NEMOURS & CO INC (1791000)		
WILMINGTON TRUST CO (930733)		
13 U S TRUST CORP	2,704,215	.59
14 THORDIKE DORAN PAINE & LEWIS	2,612,025	.57
THORNDIKE-WELLINGTON FUNDS-COMB (2612025)		
15 CITICORP<	2,530,395	.55
16 CHEMICAL NEW YORK CORP	2,519,466	.55
17 FIRST CITY BANCORP OF TEXAS INC	2,478,079	.54
EXXON ESOP-54740 PCTS (1435327)		
18 FIRST UNION BANCORP	2,334,176	.51
19 NATIONAL DETROIT CORP	2,312,878	.51
20 PROVIDENT NATIONAL CORP<	2,263,106	.49
21 BANKERS TRUST NEW YORK CORP	2,200,366	.48
22 MELLON NATIONAL CORP	2,138,197	.47
23 BANK OF NEW YORK CO INC	2,071,904	.45
24 AMERITRUST CO	1,991,764	.43
25 CONTINENTAL CORP<	1,895,288	.41
CONTINENTAL CORP/INSUR COS-COMB (1895288)		
26 UNION NATIONAL BK OF PITTSBURGH	1,885,500	.41
27 FIRST CHICAGO CORP<	1,790,120	.39
28 EQUITABLE LIFE ASSUR SOCIETY OF US	1,713,500	.37
29 GENERAL ELECTRIC CO	1,657,000	.36
GENERAL ELECTRIC PENSION TRUST (1657000)		
30 BATTERYMARCH FINANCIAL MNGT CORP	1,645,122	.36
31 NORTHERN TRUST CORP	1,636,431	.36
32 GULF OIL CORP	1,580,000G	.34
33 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1,565,987	.34
BANK OF CALIFORNIA NA (1565987)		
34 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,550,000	.34
35 GIRARD CO	1,531,935	.33
36 HELLER (WALTER E) INTERNATIONAL CORP	1,502,824	.33
AMERICAN NATL BK & TR CO/CHICAGO (1502824)		
37 FORD FOUNDATION	1,500,000	.33
38 HARRIS BANKCORP INC	1,391,000	.30
39 NATIONAL CITY CORP	1,277,000	.28
40 FIDELCOR INC	1,262,193	.27
41 FIDUCIARY TRUST CO OF NEW YORK	1,248,564	.27
FIDUCIARY TRUST/FUNDS-COMBINED (1248564)		
42 WESTERN BANCORPORATION<	1,229,350	.27
43 SHEARSON LOEB RHOADES INC<	1,180,172	.26
BOSTON CO INC (1180172)		
44 KIRBY FAMILY GROUP-ALLEGHANY CORP<	1,150,000	.25
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (1150000)		
45 MERCANTILE BANCORPORATION INC	1,131,725	.24
46 OHIO STATE TEACHERS RETIR SYSTEM	1,079,900	.23
47 BANKAMERICA CORP<	1,077,079	.23
48 BABSON (DAVID L) & CO INC*	1,061,971	.23
49 FIRST PENNSYLVANIA CORP	1,045,963	.23
50 MERCANTILE BANKSHARES CORP<	1,001,600	.22
51 AETNA LIFE & CASUALTY CO	981,403H	.21
AETNA INSUR COS/FDS-COMBINED (981403)		
52 STATE STREET BOSTON CORP	980,475	.21
53 CALIFORNIA, UNIVERSITY OF	961,973	.21
54 LORD ABBETT & CO*	960,056	.21
55 HOSPITAL TRUST CORP	933,419	.20
56 NEW YORK STATE COMMON RETIREMENT FUND	906,000H	.19
57 MINNESOTA STATE BOARD OF INVESTMENT	768,360G	.16
TOTALS	128,041,033	28.25%

TOP 5 CONTROL 7.30% OF STOCK TOP 15 CONTROL 14.26% OF STOCK
TOP 10 CONTROL 11.32% OF STOCK TOP 20 CONTROL 16.89% OF STOCK

FAIRCHILD INDUSTRIES

●(SHARES O/S: 16,354,000)

Principal Stockholders	Shares	%
1 PHELPS, MASON & FAMILY INTERESTS#	706,211	4.31
PHELPS, MASON & TRUSTS (424899)		
TYLER, MARIAN PHELPS & TRUSTS (230912)		
DOUGLASS (MARIAN PHELPS) CHILD TR (50400)		
2 MARYLAND NATIONAL CORP	485,876J	2.97
FAIRCHILD INDUSTRIES SAV PL FOR SAL EMPS-2850 PCTS (242938)		
3 SELIGMAN (J & W) & CO+	445,000	2.72
SELIGMAN/FUNDS-COMBINED (445000)		
4 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	260,600	1.59
5 NEW ENGLAND MUTUAL LIFE INSUR CO	243,590	1.48
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (243590)		
6 NATIONAL AVIATION & TECHNOLOGY CORP	210,000	1.28
7 OPPENHEIMER HOLDINGS INC+	196,000	1.19
OPPENHEIMER FUNDS-COMBINED (196000)		
8 UHL, EDWARD G#	181,980J	1.11
9 SCUDDER STEVENS & CLARK CO*	179,750	1.09
10 CHASE MANHATTAN CORP	147,100	.89
11 JOHN HANCOCK MUTUAL LIFE INSUR CO	135,287	.82
JOHN HANCOCK/FUNDS-COMBINED (135287)		
12 CITICORP<	125,400	.76
13 ATLANTIC RICHFIELD CO	115,000	.70
14 INTER-REGIONAL FINANCIAL CORP	109,930	.67
INVESTMENT ADVISERS INC (109930)		
15 BARTOLOME, G RALPH	98,924	.60
16 PHIPPS FAMILY INTERESTS	92,450	.56
BESSEMER TRUST CO NA (92450)		
17 US BANCORP	89,448	.54
18 FIRST UNION CORP	76,400	.46
19 KAUFFMAN, R H	75,230	.46
20 BANKERS TRUST NEW YORK CORP	73,500	.44
21 KENNEDY ASSOCIATES INC	60,000	.36
22 GROSSMAN, NORMAN#	54,308J	.33
23 AMERICAN SECURITY CORP (D C)	52,200J	.31
24 STATE MTL LIFE ASSUR CO OF AMERICA	52,000	.31
STATE MTL LIFE INSUR/FDS-COMBINED (52000)		
25 KUPER, CHARLES A#	50,000J	.30
26 CHEMICAL NEW YORK CORP	44,400	.27
27 DEUTSCHE BANK (WEST GERMANY)	41,300	.25
DEUTSCHE GESELLSCHAFT FUR WESTPAPIERSPAREN*		
28 SAVE & PROSPER GROUP LTD (ENGLAND)	40,000	.24
SAVE & PROSPER FDS-COMBINED (40000)		
29 COLLIS, CHARLES#	37,574G	.22

FAIRCHILD INDUSTRIES - CONTINUED

Principal Stockholders	Shares	%
30 FIRST PENNSYLVANIA CORP	36,000	.22
31 MARRA, FRANK S	34,056	.20
32 DEALY, JOHN F & FAMILY#	30,076J	.18
TOTALS	4,579,590	28.00%

TOP 5 CONTROL 13.09% OF STOCK TOP 15 CONTROL 22.26% OF STOCK
TOP 10 CONTROL 18.68% OF STOCK TOP 20 CONTROL 24.75% OF STOCK

FEDERAL CO

(SHARES O/S: 8,132,000)

Principal Stockholders	Shares	%
1 LEEAM WEATHERS-LOWIN	1,065,116	13.09
2 TAYLOR FAMILY & ASSOCIATES#	372,726	4.58
TAYLOR, WILLIAM L & ASSOCATES (248588)		
TAYLOR, R LEE 2ND (124138)		
3 CHEMICAL NEW YORK CORP	239,000	2.93
4 FULTON, CHARLES R#	217,604	2.67
5 MORGAN (J P) & CO INC<	205,000	2.52
6 THORDIKE DORAN PAINE & LEWIS	140,200	1.72
THORNDIKE-WELLINGTON FUNDS-COMB (140200)		
7 EATON FINANCIAL SERVICES LTD (CANADA)	140,000	1.72
EATON FUND MANAGEMENT LTD*		
EATON BAY FUNDS-COMBINED (140000)		
8 LOVETTE, C FRED#	123,604	1.51
9 METROPOLITAN LIFE INSURANCE CO	105,440H	1.29
10 SHAWMUT CORP	73,200	.90
11 MERRILL LYNCH & CO INC<	55,200	.67
MERRILL LYNCH ASSET MNGT CO INC* (55200)		
12 SELIGMAN (J & W) & CO+	50,000	.61
SELIGMAN/FUNDS-COMBINED (50000)		
13 NORTHERN TRUST CORP	45,000	.55
14 GARVIN, FRANCIS E#	43,872	.53
15 WESTERN BANCORPORATION<	41,140	.50
16 ALLENDALE GROUP<	32,800	.40
ALLENDALE INSUR COS-COMBINED (32800)		
17 FIRST TENNESSEE NATIONAL CORP	31,470	.38
18 FIRST MARYLAND BANCORP	28,232	.34
19 MCKEE, LEWIS K#	27,200	.33
20 FLEMING, ROBERT J#	24,180	.29
21 VIRGINIA NATIONAL BANKSHARES INC	21,400	.26
TOTALS	3,082,384	37.90%

TOP 5 CONTROL 25.81% OF STOCK TOP 15 CONTROL 35.87% OF STOCK
TOP 10 CONTROL 32.97% OF STOCK TOP 20 CONTROL 37.64% OF STOCK

FEDERAL-MOGUL

(SHARES O/S: 12,457,000)

Principal Stockholders	Shares	%
1 NATIONAL DETROIT CORP	1,504,915	12.08
FEDERAL-MOGUL SAL EMP INVEST PL (1440433)		
2 UNITED MISSOURI BANCSHARES INC	524,000	4.20
3 REPUBLIC OF TEXAS CORP<	498,700	4.00
4 CHASE MANHATTAN CORP	427,715	3.43
5 UNITED STATES STEEL CORP	335,000	2.68
US STEEL & CARNEGIE PENSION TR (335000)		
6 THORDIKE DORAN PAINE & LEWIS	287,800	2.31
THORNDIKE-WELLINGTON FUNDS-COMB (287800)		
7 EVANS, ROBERT G	270,000Y	2.16
8 HARRIS BANKCORP INC	231,000	1.85
9 FIRST MANHATTAN CO	219,000	1.75
10 AMERICAN GENERAL INSURANCE CO<	170,000	1.36
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (170000)		
11 MORGAN (J P) & CO INC<	142,000	1.13
12 EXXON CORP	130,000	1.04
13 SNYDER, RAYMOND E & FAMILY#	97,695J	.78
14 RUSSELL, THOMAS F#	85,842J	.68
15 DETROITBANK CORP	81,744	.65
16 MASSACHUSETTS FINANCIAL SERVICES INC*	80,000	.64
17 CONTROL DATA CORP	77,800H	.62
COMMERCIAL CREDIT/INS COS-COMBINED (77800)		
18 FIRST INTERNATIONAL BANCSHARES INC	67,700	.54
19 VALLEY NATIONAL BANK OF ARIZONA	58,728	.47
20 DABNEY, WILLIAM, JR#	45,000	.36
21 PLANTERS BANK & TRUST CO (SALINA, KANSAS)	37,000	.29
22 FIRST PENNSYLVANIA CORP	34,500	.27

FEDERAL-MOGUL - CONTINUED

Principal Stockholders	Shares	%
23 HELLER (WALTER E) INTERNATIONAL CORP	32,300	.25
AMERICAN NATL BK & TR CO/CHICAGO (32300)		
24 MANUFACTURERS NATIONAL CORP	30,831	.24
25 CHEMICAL NEW YORK CORP	30,500	.24
26 WINTERS NATIONAL CORP	27,364	.21
TOTALS	5,527,134	44.36%

TOP 5 CONTROL 26.41% OF STOCK TOP 15 CONTROL 40.18% OF STOCK
TOP 10 CONTROL 35.86% OF STOCK TOP 20 CONTROL 42.82% OF STOCK

FEDERAL PAPER BOARD

(SHARES O/S: 5,458,000)

Principal Stockholders	Shares	%
1 KENNEDY, JOHN R FAMILY INTERESTS#	527,376J	9.66
KENNEDY, JOHN R (231916)		
KENNEDY, JOHN R JR (102464)		
KENNEDY, QUENTIN (64896)		
KENNEDY (JOHN R) FOUNDATION (128100)		
2 TELEDYNE INC	507,700	9.30
TELEDYNE INSUR COS-COMBINED (507700)		
3 HOGAN, E VERNON#	187,085J	3.42
4 BANKERS TRUST NEW YORK CORP	184,182J	3.37
FEDERAL PAPER BOARD SAL EMPS SAV & ST OWNERSHIP PL-966 PCTS (184182)		
5 CONTINENTAL ILLINOIS CORP	101,132	1.85
6 ILLINOIS STATE BOARD OF INVESTMENT	100,000J	1.83
7 BATTERYMARCH FINANCIAL MNGT CORP	82,900	1.51
8 PHIPPS FAMILY INTERESTS	73,600	1.34
BESSEMER TRUST CO NA (73600)		
9 NEUBERGER & BERMAN+	53,000	.97
NEUBERGER & BER MNGT/FDS-COMBINED (53000)		
10 POWER CORP-INVESTORS GROUP OF CANADA<	52,000	.95
GREAT-WEST LIFE INSURANCE CO (52000)		
11 UNION NATIONAL BK OF PITTSBURGH	47,309	.86
12 MANUFACTURERS HANOVER CORP<	46,807	.85
13 HELLER (WALTER E) INTERNATIONAL CORP	33,700	.61
AMERICAN NATL BK & TR CO/CHICAGO (33700)		
14 SMITH COLLEGE	33,000F	.60
15 BARCLAYS BANK LTD (ENGLAND)	31,900	.58
16 LEWIS (DAVID)	30,900	.56
17 PETERSON, KENNETH A#	28,182J	.51
18 WESTERN BANCORPORATION<	27,100	.49
19 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	26,500	.48
20 CHAMBERLAIN, L BAXTER#	25,200J	.46
21 PEW FAMILY INTERESTS	25,000	.45
GLENMEDE TRUST CO (25000)		
22 WELLS FARGO & CO	24,420	.44
23 FIRST PENNSYLVANIA CORP	21,751	.39
24 FIRST & MERCHANTS CORP	21,070	.38
25 OPPENHEIMER HOLDINGS INC+	16,950	.31
26 FIRST MANHATTAN CO	15,900	.29
27 SAROFIM (FAYEZ) & CO	14,800	.27
TOTALS	2,339,464	42.86%

TOP 5 CONTROL 27.61% OF STOCK TOP 15 CONTROL 37.77% OF STOCK
TOP 10 CONTROL 34.24% OF STOCK TOP 20 CONTROL 40.29% OF STOCK

FERRO CORP

(SHARES O/S: 7,576,000)

Principal Stockholders	Shares	%
1 MORGAN (J P) & CO INC<	568,000	7.49
2 EVANS, THOMAS MELLON FAMILY INTERESTS	428,000	5.64
CRANE CO (428000)		
3 CAPITAL GROUP INC	391,000	5.16
CAPITAL GUARDIAN TRUST CO (40000)		
CAPITAL RES & MNGT/FUNDS-COMBINED (351000)		
4 WISCONSIN INVESTMENT BOARD	281,200	3.71
5 PIONEER GROUP INC	266,000	3.51
PIONEERING MNGT/FUNDS-COMB		
6 MANNING & NAPIER ADVISORS INC	195,850	2.58
7 NATIONAL CITY CORP	132,000	1.74
8 ROULSTON & CO INC	125,750	1.65
9 U S TRUST CORP	116,832	1.54
10 ADAMS EXPRESS CO	116,000	1.53
11 NORTHWEST OHIO BANCSHARES INC	115,301	1.52
12 MUTUAL LIFE INSURANCE CO OF NY	82,000	1.08

FERRO - CONTINUED

Principal Stockholders	Shares	%
13 SEARIGHT, WILLIAM	76,530J	1.01
14 WRIGHT, RAYMOND E#	71,731H	.94
15 PINKERTON, ANDREW	60,555J	.79
16 UNITED SERVICES AUTOMOBILE ASSOC	60,000H	.79
USAA LIFE INSURANCE CO (30000)		
USAA INVESTMENT MNGT CO (30000)		
17 CHUBB CORP<	57,750H	.76
CHUBB INSUR COS-COMBINED (57750)		
18 NORTHERN TRUST CORP	49,160	.64
19 WRIGHT INVESTORS' SERVICE	47,600	.62
20 DELAWARE MANAGEMENT CO INC*	35,000	.46
21 POSNICK, ADOLPH#	28,710J	.37
22 LINCOLN FIRST BANKS INC	25,155	.33
23 MEID, WILLIAM J#	24,000B	.31
24 MARKS, H T#	22,098J	.29
25 FIRST AMTEEN CORP	21,218	.28
26 ABRAHAM, PAUL T	20,699J	.27
27 BROWN, WILLARD W#	19,950J	.26
28 MACFIE, CLYDE A#	19,682J	.25
29 AETNA LIFE & CASUALTY CO	19,000H	.25
AETNA INSUR COS/FDS-COMBINED (19000)		
30 NATIONWIDE MUTUAL INSUR CO	17,700	.23
NATIONWIDE INSUR COS/FUNDS-COMB (17700)		
31 AMERITRUST CO	15,763	.20
TOTALS	3,510,234	46.33%

TOP 5 CONTROL 25.53% OF STOCK TOP 15 CONTROL 39.95% OF STOCK
TOP 10 CONTROL 34.59% OF STOCK TOP 20 CONTROL 43.24% OF STOCK

FIELDCREST MILLS

(SHARES O/S 3,707,000)

Principal Stockholders	Shares	%
1 DUMAINE, F C FAMILY INTERESTS#	1,488,300J	40.14
AMOSKEAG CO (1488300)		
2 SEARS ROEBUCK & CO	150,000	4.04
ALLSTATE INSUR COS/FDS-COMBINED (150000)		
3 MORGAN (J P) & CO INC<	133,000	3.58
4 GULF & WESTERN INDUSTRIES INC<	80,000	2.15
5 AMERICAN EXPRESS CO<	60,000	1.61
AMERICAN EXP INSUR COS-COMBINED (60000)		
6 BATTERYMARCH FINANCIAL MNGT CORP	48,400	1.30
7 BANKERS TRUST NEW YORK CORP	47,000	1.26
8 AMERICAN GENERAL INSURANCE CO<	40,000	1.07
AMERICAN GENL INSUR CO-COMBINED (40000)		
9 BATTLE, WILLIAM C#	38,330J	1.03
10 MERRILL LYNCH & CO INC<	36,000	.97
MERRILL LYNCH ASSET MNGT CO INC* (36000)		
11 EQUITABLE BANCORPORATION	34,250	.92
12 SAROFIM (FAYEZ) & CO	33,000	.89
13 FMR CORP	30,000	.80
FIDELITY MNGT & RESEARCH CO* (30000)		
14 MERCANTILE BANKSHARES CORP<	29,400	.79
15 WASHINGTON DEPT OF RETIREMENT SYSTEMS	17,300	.46
16 PEW FAMILY INTERESTS	16,500	.44
GLENMEDE TRUST CO (16500)		
17 JACKSON, ARTHUR L#	13,078J	.35
18 AMERICAN MUTUAL LIFE INSURANCE CO	10,000H	.26
19 AMERITRUST CO	10,000	.26
20 MACKAY-SHIELDS FINANCIAL CORP	8,400	.22
21 TRACY, DAVID M#	7,697F	.20
TOTALS	2,330,655	62.87%

TOP 5 CONTROL 51.55% OF STOCK TOP 15 CONTROL 61.10% OF STOCK
TOP 10 CONTROL 57.21% OF STOCK TOP 20 CONTROL 62.66% OF STOCK

FIRESTONE TIRE & RUBBER

(SHARES O/S 57,660,000)

Principal Stockholders	Shares	%
1 FIRESTONE FAMILY INTERESTS#	12,685,200	22.00
FIRESTONE, LEONARD K (1881077)		
FIRESTONE, RAYMOND C (2030249)		
FIRESTONE, KIMBALL C (51634)		
FIRESTONE FOUNDATION (867622)		
OTHER FAMILY INTERESTS (7854618)		
2 AMERITRUST CO	8,301,851	14.39

FIRESTONE - CONTINUED

Principal Stockholders	Shares	%
3 MANUFACTURERS HANOVER CORP<	3,740,037J	6.48
FIRESTONE TIRE & RUBBER ST PUR & SAV PL/INTERNAL (3740037)		
4 CAPITAL GROUP INC	1,928,500	3.34
CAPITAL GUARDIAN TRUST CO (1578500)		
CAPITAL RES & MNGT/FUNDS-COMBINED (350000)		
5 TIAA-CREF	1,482,000	2.57
COLLEGE RETIREMENT EQUITIES FUND (1482000)		
6 CITICORP<	1,116,874	1.93
7 UNITED BANKS OF COLORADO INC	1,051,409	1.82
8 MANNING & NAPIER ADVISORS INC	954,930	1.65
9 ALABAMA BANCORP	798,561	1.38
10 BATTERYMARCH FINANCIAL MNGT CORP	708,100	1.22
11 WILMINGTON CAPITAL MNGT	693,339	1.20
12 GLICKENHAUS & CO	575,800	.99
13 VILAS FISCHER ASSOCIATES LTD	564,300	.97
14 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	400,000J	.69
15 BANKERS TRUST NEW YORK CORP	367,576	.63
16 TEXAS PERMANENT SCHOOL FUND	336,044	.58
17 AMERICAN NATIONAL FINANCIAL CORP<	335,000H	.58
AMER NATL INSUR COS/FDS-COMBINED (335000)		
18 ARGUS RESEARCH CORP	273,000	.47
ARGUS INVESTORS COUNSEL INC (273000)		
19 AMERICAN GENERAL INSURANCE CO<	250,000	.43
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (250000)		
20 CITY INVESTING CO<	240,000	.41
HOME INSUR GROUP-COMBINED (240000)		
21 HELLER (WALTER E) INTERNATIONAL CORP	216,840	.37
AMERICAN NATL BK & TR CO/CHICAGO (216840)		
22 WELLS FARGO & CO	206,616	.35
23 FIRST TENNESSEE NATIONAL CORP	201,612	.34
24 PRINCETON UNIVERSITY	200,000F	.34
25 STANFORD UNIVERSITY	196,540G	.34
26 FLORIDA STATE BOARD OF ADMINISTRATION	195,000	.33
27 HARRIS BANKCORP INC	185,000	.32
28 MORGAN (J P) & CO INC<	163,000	.28
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (163000)		
29 FIRESTONE TIRE & RUBBER CO	134,000	.23
FIRESTONE TIRE & RUBBER PEN FUND (134000)		
30 OPPENHEIMER HOLDINGS INC+	130,000	.22
OPPENHEIMER FUNDS-COMBINED (130000)		
31 JEFFERSON-PILOT CORP<	122,000	.21
32 CHASE MANHATTAN CORP	121,542	.21
TOTALS	38,874,671	67.42%

TOP 5 CONTROL 48.79% OF STOCK TOP 15 CONTROL 61.33% OF STOCK
TOP 10 CONTROL 56.82% OF STOCK TOP 20 CONTROL 63.82% OF STOCK

FLEETWOOD ENTERPRISES

(SHARES O/S 11,370,000)

Principal Stockholders	Shares	%
1 CREAN, JOHN C & FAMILY#	2,496,520	21.95
2 TORRAY, CLARK & CO INC	1,717,700	15.10
3 ROWE PRICE (T) & ASSOCIATES INC*	747,800	6.57
4 WASHINGTON DEPT OF RETIREMENT SYSTEMS	391,900	3.44
5 WELLS FARGO & CO	190,500	1.67
6 CHEMICAL NEW YORK CORP	158,100	1.39
7 GIRARD CO	157,300	1.38
8 MANUFACTURERS HANOVER CORP<	143,200	1.25
9 BANKERS TRUST NEW YORK CORP	140,400	1.23
10 FLORIDA STATE BOARD OF ADMINISTRATION	134,000	1.17
11 MORGAN (J P) & CO INC<	100,000	.87
12 OPPENHEIMER HOLDINGS INC+	100,000	.87
OPPENHEIMER FUNDS-COMBINED (100000)		
13 AMERICAN SECURITY CORP (D C)	97,200J	.85
14 SKINNER, DALE T#	87,200	.76
15 HELLER (WALTER E) INTERNATIONAL CORP	75,200	.66
AMERICAN NATL BK & TR CO/CHICAGO (75200)		
16 AIDES, HARRY#	48,000	.42
17 PRINCIPAL SAVINGS & TRUST CO	45,000J	.39
PRINCIPAL FUNDS-COMBINED (45000)		
18 STREICH, C DANIEL#	31,770	.27
19 HONG KONG & SHANGHAI BANKING CORP	28,650	.25
MARINE MIDLAND BANKS INC (28850)		

Principal Stockholders	Shares	%
FLEETWOOD ENTERPRISES - CONTINUED		
20 GATES RUBBER CO<	25,000	.21
FINANCIAL PROGRAMS INC* (25000)		
21 WEIDE, WILLIAM W#	22,000	.19
TOTALS	6,937,440	61.01%

TOP 5 CONTROL 48.76% OF STOCK TOP 15 CONTROL 59.25% OF STOCK
TOP 10 CONTROL 55.21% OF STOCK TOP 20 CONTROL 60.82% OF STOCK

FMC CORP

(SHARES O/S: 32,122,000)

Principal Stockholders	Shares	%
1 HARRIS BANKCORP INC	2,883,005J	8.97
FMC EMPS THRIFT & STOCK PURCHASE PLAN/9424 PCTS (2704668)		
FMC TRASOP/17543 PCTS (178337)		
2 FIRST NATIONAL BOSTON CORP	1,867,010	5.81
3 CAPITAL GROUP INC	1,276,200	3.97
CAPITAL GUARDIAN TRUST CO (1084200)		
CAPITAL RES & MNGT/FUNDS-COMBINED (192000)		
4 ROWE PRICE (T) & ASSOCIATES INC*	805,110	2.50
5 LORD ABBETT & CO*	740,500	2.30
6 WISCONSIN INVESTMENT BOARD	659,900	2.05
7 TIAA-CREF	595,800	1.85
COLLEGE RETIREMENT EQUITIES FUND (595800)		
8 CITICORP<	524,608	1.63
9 DODGE & COX INC*	486,525	1.51
10 VAUGHAN NELSON & HARGROVE INC	315,473	.98
11 AMERITRUST CO	293,708	.91
12 UNITED STATES STEEL CORP	291,400	.90
US STEEL & CARNEGIE PENSION TR (291400)		
13 AMERICAN GENERAL INSURANCE CO<	260,000	.80
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (260000)		
14 WELLS FARGO & CO	259,372	.80
15 FMR CORP	250,000	.77
FMR/FUNDS-COMBINED (250000)		
16 CAPITAL SUPERVISORS INC	210,700	.65
17 SMOOT KNOCHE & CO	208,100	.64
18 THORDIKE DORAN PAINE & LEWIS	203,700	.63
THORNDIKE-WELLINGTON FUNDS-COMB (203700)		
19 ALABAMA BANCORP	186,000	.57
20 MORGAN (J P) & CO INC< (66000)	181,000	.56
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (115000)		
21 SAFECO CORP<	180,300	.56
SAFECO INSUR COS & FDS-COMBINED (180300)		
22 PROVIDENT NATIONAL CORP<	170,979	.53
23 BOATMENS BANKSHARES INC	150,661	.46
24 AMERICAN EXPRESS CO<	150,000	.46
AMERICAN EXP INSUR COS-COMBINED (150000)		
25 PENN SQUARE MANAGEMENT CORP*	143,000	.44
PENN SQUARE MUTUAL FUND (143000)		
26 UTAH STATE RETIREMENT FUND	140,000	.43
27 MERCANTILE BANKSHARES CORP<	133,450	.41
28 PRINCETON UNIVERSITY	130,000F	.40
29 HARTFORD NATIONAL CORP	129,426	.40
30 WESTERN BANCORPORATION<	124,108	.38
31 BULLOCK (CALVIN) LTD*	120,000	.37
32 CONTINENTAL INVESTMENT CORP<	119,000	.37
UNITED FUNDS MANAGEMENT CORP* (119000)		
33 BATTERYMARCH FINANCIAL MNGT CORP	117,500	.36
34 BANKERS TRUST NEW YORK CORP	112,790	.35
35 NEW ENGLAND MUTUAL LIFE INSUR CO	106,809	.33
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (106809)		
36 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	105,471	.32
BANK OF CALIFORNIA NA (105471)		
37 CITIZENS FIDELITY CORP	102,300	.31
38 KENTUCKY STATE RETIREMENT SYSTEM	100,000J	.31
39 NATIONAL SECURITIES & RESEARCH CORP*	100,000	.31
40 HELLER (WALTER E) INTERNATIONAL CORP	98,800	.30
AMERICAN NATL BK & TR CO/CHICAGO (98800)		
41 NEW YORK STATE COMMON RETIREMENT FUND	94,700H	.29
42 NATIONWIDE MUTUAL INSUR CO	92,500	.28
NATIONWIDE INSUR COS/FUNDS-COMB (92500)		
43 NEW YORK LIFE INSURANCE CO	89,300	.27
44 GIRARD CO	83,727	.26
45 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	81,700G	.25

Principal Stockholders	Shares	%
FMC - CONTINUED		
46 KRESGE FOUNDATION	80,000	.24
47 MALOTT, ROBERT H#	76,167J	.23
48 COLUMBIA MANAGEMENT CO*	73,400	.22
49 FIRST MARYLAND BANCORP	71,747	.22
50 ROYAL TRUST CO (CANADA)	70,000	.21
ROYAL TRUST FDS-COMBINED (70000)		
51 PENN MUTUAL LIFE INSURANCE CO	68,200	.21
TOTALS	15,914,146	49.54%

TOP 5 CONTROL 23.57% OF STOCK TOP 15 CONTROL 35.82% OF STOCK
TOP 10 CONTROL 31.61% OF STOCK TOP 20 CONTROL 38.90% OF STOCK

FORD MOTOR

●(SHARES O/S: 177,262,000)

Principal Stockholders	Shares	%
1 FORD FAMILY INTERESTS#	71,624,938	40.40
FORD, HENRY II & FAMILY (12620411)		
FORD, WILLIAM C & FAMILY (21148034)		
FORD, MRS WALTER B II & FAM (18429756)		
FORD, ESTATE OF BENSON (4670466)		
FORD, ESTATE OF ELEANOR CLAY (1137270)		
OTHER MEMBERS OF FORD FAMILY (10793313)		
EDISON INSTITUTE (2529524)		
FORD FAMILY CHARITABLE CORPS (296164)		
2 MANUFACTURERS NATIONAL CORP	30,994,661	17.48
FORD MOTOR TRASOP-71791 PCTS (1255659)		
FORD MOTOR SAV & ST INVEST PL/67662 PCTS (25110647)		
3 CAPITAL GROUP INC	3,301,700	1.86
CAPITAL GUARDIAN TRUST CO (2259200)		
CAPITAL RES & MNGT/FUNDS-COMBINED (1042500)		
4 BATTERYMARCH FINANCIAL MNGT CORP	2,667,350	1.50
5 TIAA-CREF	1,972,250	1.11
COLLEGE RETIREMENT EQUITIES FUND (1972250)		
6 WELLS FARGO & CO	1,344,370	.75
7 TEMPLETON (JOHN M) FAMILY INTERESTS	819,125	.46
TEMPLETON INVEST CNSL LTD* (CAN) (819125)		
8 TORRAY, CLARK & CO INC	688,200	.38
9 BANKAMERICA CORP<	504,589	.28
10 UNITED BANKS OF COLORADO INC	455,269	.25
11 HELLER (WALTER E) INTERNATIONAL CORP	403,512	.22
AMERICAN NATL BK & TR CO/CHICAGO (403512)		
12 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	400,000J	.22
13 TEXAS TEACHERS RETIR SYSTEM	381,425	.21
14 WASHINGTON DEPT OF RETIREMENT SYSTEMS	305,200	.17
TOTALS	115,862,589	65.36%

TOP 5 CONTROL 62.37% OF STOCK TOP 15 CONTROL 65.36% OF STOCK
TOP 10 CONTROL 64.52% OF STOCK TOP 20 CONTROL 65.36% OF STOCK

FOXBORO CO

(SHARES O/S: 8,279,000)

Principal Stockholders	Shares	%
1 BRISTOL-CROCKER-NICHOLS INTERESTS#	2,069,750	25.00
BRISTOL, REXFORD A (721900)		
CROCKER, BRISTOL B (16932)		
NICHOLS, JAMES R (1502)		
FAMILY TRUSTS (1207714)		
OTHER FAMILY INTERESTS (121702)		
2 NEW ENGLAND MERCHANTS CO INC	829,792J	10.02
FOXBORO EMP INVEST PL/3763 PCTS (396273)		
3 MORGAN (J P) & CO INC<	402,000	4.85
4 FIRST NATIONAL BOSTON CORP	381,640	4.60
5 SCHLUMBERGER LTD	364,833	4.40
6 BRUNDAGE STORY & ROSE	342,050	4.13
7 DODGE & COX INC*	241,830	2.92
8 BARING BROTHERS INC (ENGLAND)	238,750	2.88
ENDOWMENT MANAGEMENT & RES CO* (238750)		
9 HOSPITAL TRUST CORP	199,080	2.40
10 CHEMICAL NEW YORK CORP	164,975	1.99
11 ESSEX INVESTMENT MANAGEMENT CO INC	142,780	1.72
12 SUN LIFE ASSURANCE CO OF CANADA	138,400	1.67
13 ADAMS EXPRESS CO	100,000	1.20
14 SCUDDER STEVENS & CLARK CO*	77,075	.93
15 NEUBERGER & BERMAN+	76,300	.92
NEUBERGER & BER MNGT/FDS-COMBINED (76300)		

FOXBORO - CONTINUED

Principal Stockholders	Shares	%
16 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	75,000	.90
AM INTERNL INSUR COS-COMBINED (75000)		
17 FIDUCIARY TRUST CO OF NEW YORK	70,600	.85
FIDUCIARY TRUST/FUNDS-COMBINED (70600)		
18 MANUFACTURERS LIFE INSUR CO (CANADA)	64,300	.77
19 INDUSTRIAL NATIONAL CORP	64,287	.77
20 NEW YORK CITY COMPTROLLER'S OFFICE	64,000	.77
21 FIRST PENNSYLVANIA CORP	52,525	.63
22 I T B MANAGEMENT CORP	50,000	.60
23 NATIONAL SECURITIES & RESEARCH CORP*	50,000	.60
24 THORDIKE DORAN PAINE & LEWIS	50,000	.60
THORNDIKE-WELLINGTON FUNDS-COMB (50000)		
25 STANDISH AYER & WOOD INC*	46,950	.56
26 UNITED VIRGINIA BANKSHARES INC	46,193	.55
27 PIONEER GROUP INC	42,700	.51
PIONEERING MNGT/FUNDS-COMB		
28 CBT CORP	40,762	.49
29 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	37,000	.44
BANK OF CALIFORNIA NA (37000)		
30 SBHU HOLDINGS INC	33,700	.44
31 BALSAUGH, SYDNEY & FAMILY	36,533F	.44
32 PROVIDENT NATIONAL CORP<	35,432	.42
33 NIAGARA SHARE CORP	35,000	.42
34 SHAWMUT CORP	29,950	.36
35 MASSACHUSETTS MUTUAL LIFE INSUR CO	26,000	.31
MASS MUTUAL INSUR CO/FUNDS-COMB (26000)		
36 BANK OF NEW YORK CO INC	24,375	.29
37 WILKS, PAUL A JR	21,191A	.25
38 COLUMBIA UNIVERSITY	17,000	.20
TOTALS	6,785,753	81.96%

TOP 5 CONTROL 48.89% OF STOCK   TOP 15 CONTROL 69.68% OF STOCK
TOP 10 CONTROL 63.22% OF STOCK   TOP 20 CONTROL 73.77% OF STOCK

FREDERICK & HERRUD

(SHARES O/S: 3,525,000)

Principal Stockholders	Shares	%
1 DORFMAN-CHARLUPSKI FAMILY INTERESTS#	2,464,852	69.92
DORFMAN, HENRY S & FAMILY (1353592)		
DORFMAN, JOEL (7997)		
CHARLUPSKI, ALLEN (1103263)		
2 GOLD, ISAAC#	53,087J	1.50
3 OLD KENT FINANCIAL CORP	39,117	1.10
4 MILLER, MILTON J#	21,525	.61
5 BRAAM, DONALD#	16,453	.46
6 MILBERGER, MONIEK#	10,904	.30
TOTALS	2,605,938	73.92%

TOP 5 CONTROL 73.61% OF STOCK   TOP 15 CONTROL 73.92% OF STOCK
TOP 10 CONTROL 73.92% OF STOCK   TOP 20 CONTROL 73.92% OF STOCK

FREEPORT MINERALS

(SHARES O/S: 31,580,000)

Principal Stockholders	Shares	%
1 SCUDDER STEVENS & CLARK CO*	642,972	2.03
2 MARSH & MCLENNAN COS INC<	605,100	1.91
PUTNAM MNGT/FUNDS-COMBINED (605100)		
3 U S TRUST CORP	504,352	1.59
4 NEW YORK STATE COMMON RETIREMENT FUND	416,250H	1.31
5 BARING BROTHERS INC (ENGLAND)	369,900	1.17
ENDOWMENT MANAGEMENT & RES CO* (369900)		
6 BRUNDAGE STORY & ROSE	330,004	1.04
7 DONALDSON LUFKIN & JENRETTE INC<	265,650	.84
8 CONTINENTAL CORP<	249,750	.79
CONTINENTAL CORP/INSUR COS-COMB (249750)		
9 ROCKEFELLER FAMILY INTERESTS#	219,007J	.69
ROCKEFELLER, GODFREY S (143708)		
STONE, ROBERT G JR (30299)		
ROCKEFELLER BROTHERS FUND (45000)		
10 UNITED STATES STEEL CORP	215,100	.68
US STEEL & CARNEGIE PENSION TR (215100)		
11 SEARS ROEBUCK & CO	205,500	.65
SEARS INVEST MNGT-PEN & SAVING PLS (205500)		
12 FIDUCIARY TRUST CO OF NEW YORK	200,434	.63
FIDUCIARY TRUST/FUNDS-COMBINED (200434)		
13 HARVARD UNIVERSITY	161,081	.51

FREEPORT MINERALS - CONTINUED

Principal Stockholders	Shares	%
14 NORTHWEST BANCORPORATION<	138,537	.43
NORTHWESTERN NATL BK MINNEAPOLIS (138537)		
15 NORTHERN TRUST CORP	136,645	.43
16 CONTINENTAL ILLINOIS CORP	109,225	.34
17 ALGER (FRED) MANAGEMENT INC*	108,175	.34
18 GARDNER & PRESTON MOSS INC	106,538	.33
19 UNITED VIRGINIA BANKSHARES INC	103,904	.32
20 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	100,000	.31
21 CITICORP<	79,088	.25
22 DOUGLAS, PAUL W#	78,459J	.24
23 FMR CORP	77,250	.24
FMR/FUNDS-COMBINED (77250)		
24 BANKERS TRUST NEW YORK CORP	75,116	.23
25 ANCORP BANCSHARES INC	70,625	.22
26 CAMPBELL ADVISORS INC	70,000	.22
27 MORGAN (J P) & CO INC<	70,000	.22
28 TRAINER WORTHAM & CO	69,020	.21
29 CHEMICAL NEW YORK CORP	68,389	.21
TOTALS	5,846,071	18.51%

TOP 5 CONTROL 8.03% OF STOCK   TOP 15 CONTROL 14 75% OF STOCK
TOP 10 CONTROL 12.09% OF STOCK   TOP 20 CONTROL 16.42% OF STOCK

FRUEHAUF CORP

(SHARES O/S: 12,202,000)

Principal Stockholders	Shares	%
1 LAZARD FRERES & CO	705,290	5.78
2 BATTERYMARCH FINANCIAL MNGT CORP	609,600	4.99
3 MARYLAND NATIONAL CORP	368,200	3.01
REDWOOD CAPITAL MNGT INC (368200)		
4 UNITED BANKS OF COLORADO INC	168,900	1.38
5 WELLS FARGO & CO	164,950	1.35
6 YALE UNIVERSITY	161,000F	1.31
7 NATIONAL LIFE INSURANCE CO	156,000	1.27
NATL INSUR COS & SENTINEL FDS (156000)		
8 MANUFACTURERS HANOVER CORP<	142,500	1.16
9 GREEN (DAVID J) & CO	110,500	.90
10 DREYFUS CORP*	80,000	.65
11 MERRILL LYNCH & CO INC<	73,500	.60
MERRILL LYNCH ASSET MNGT CO INC* (73500)		
12 WESTERN BANCORPORATION<	61,222	.50
13 GRACE, WILLIAM E#	53,354	.43
14 GULF & WESTERN INDUSTRIES INC<	51,500	.42
15 US & FOREIGN SECURITIES CORP	50,000	.40
16 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	48,100	.39
17 HELLER (WALTER E) INTERNATIONAL CORP	35,050	.28
AMERICAN NATL BK & TR CO/CHICAGO (35050)		
18 ROWAN, ROBERT D#	34,500	.28
19 FIRESTONE TIRE & RUBBER CO	31,500	.25
FIRESTONE TIRE & RUBBER PEN FUND (31500)		
20 BANKERS TRUST NEW YORK CORP	29,400	.24
21 ALLENDALE GROUP<	25,500	.20
ALLENDALE INSUR COS-COMBINED (25500)		
22 MANUFACTURERS NATIONAL CORP	24,969	.20
TOTALS	3,185,535	26.10%

TOP 5 CONTROL 16.52% OF STOCK   TOP 15 CONTROL 24.22% OF STOCK
TOP 10 CONTROL 21.85% OF STOCK   TOP 20 CONTROL 25.69% OF STOCK

GAF CORP

(SHARES O/S: 13,292,000)

Principal Stockholders	Shares	%
1 TELEDYNE INC	955,700	7.19
TELEDYNE INSUR COS-COMBINED (955700)		
2 POSNER FAMILY INTERESTS	841,000	6.32
SHARON STEEL CORP (841000)		
3 MORGAN (J P) & CO INC<	511,000	3.84
4 FIRESTONE TIRE & RUBBER CO	275,000	2.06
FIRESTONE TIRE & RUBBER PEN FUND (275000)		
5 WILKINS & NANOVIC ASSOCIATES	155,000	1.16
6 THORDIKE DORAN PAINE & LEWIS	150,000	1.12
THORNDIKE-WELLINGTON FUNDS-COMB (150000)		
7 WERNER, JESSE#	130,300J	.98
8 DREYFUS CORP*	100,000	.75
9 STEIN ROE & FARNHAM*	90,000	.67
10 DALTON, PHILIP B#	78,000F	.58

GAF - CONTINUED

Principal Stockholders	Shares	%
11 MANUFACTURERS HANOVER CORP<	74,000J	.55
GAF TRASOP-6360 PCTS (74000)		
12 OPPENHEIMER HOLDINGS INC+	63,500	.47
13 FIDELCOR INC	61,500	.46
14 MORAN, JULIETTE M*	50,600J	.38
15 SHERWIN, JAMES T#	48,800J	.36
16 NEUBERGER & BERMAN+	28,900	.21
NEUBERGER & BER MNGT/FDS-COMBINED (28900)		
TOTALS	3,613,300	27.18%

TOP 5 CONTROL 20.59% OF STOCK TOP 15 CONTROL 26.96% OF STOCK
TOP 10 CONTROL 24.72% OF STOCK TOP 20 CONTROL 27.18% OF STOCK

GANNETT CO

(SHARES O/S: 52,863,000)

Principal Stockholders	Shares	%
1 GANNETT FAMILY INTERESTS	6,019,923	11.38
GANNETT (F E) NEWSPAPER FOUNDATION (6019923		
2 LINDNER FAMILY GROUP-AMERICAN FINANCIAL CORP<	2,182,688	4.12
AMERICAN FIN INSUR COS-COMBINED (2182688)		
3 MILLER, PAUL#	2,150,899E	4.06
4 LINCOLN FIRST BANKS INC	2,072,109	3.91
5 TIAA-CREF	1,215,285	2.29
COLLEGE RETIREMENT EQUITIES FUND (675000)		
TEACHERS INSURANCE & ANNUITY ASSN (540285)		
6 MELLON NATIONAL CORP	1,198,305	2.26
7 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1,087,925	2.05
BANK OF CALIFORNIA NA (1087925)		
8 CALIFORNIA, UNIVERSITY OF	986,700	1.86
9 HARRIS BANKCORP INC	922,500	1.74
10 FIRST NATIONAL BOSTON CORP	876,803	1.65
11 MORGAN (J P) & CO INC<	808,500	1.52
12 ROSENBERG CAPITAL MANAGEMENT	737,700	1.39
13 EQUITABLE LIFE ASSUR SOCIETY OF US	713,850	1.35
14 SEARS ROEBUCK & CO	713,250	1.34
SEARS INVEST MNGT-PEN & SAVING PLS (713250)		
15 PRUDENTIAL INSURANCE CO OF AM	701,250	1.32
PRUDENTIAL INSUR COS/FUNDS-COMB (701250)		
16 ELLER, KARL	686,944J	1.29
17 LOUIS, JOHN J JR & FAMILY#	491,328J	.92
18 SCHRODERS LTD< (ENGLAND)	458,313	.86
SCHRODER MNGR/FUNDS-COMBINED (458313)		
19 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	450,000	.85
20 GENERAL ELECTRIC CO	412,500	.78
GENERAL ELECTRIC PENSION TRUST (412500)		
21 STATE STREET RESEARCH & MANAGEMENT CO•	406,425	.76
22 MANUFACTURERS HANOVER CORP<	385,944	.73
EDIE (LIONEL D) & CO INC (385944)		
23 NEW YORK STATE COMMON RETIREMENT FUND	378,000H	.71
24 WELLS FARGO & CO	346,383	.65
25 SALOMON BROTHERS	331,650	.62
26 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	330,000	.62
27 WISCONSIN INVESTMENT BOARD	315,000	.59
28 CONTINENTAL ILLINOIS CORP	297,960	.56
29 CITICORP<	296,025	.55
30 STATE NATIONAL CORP	292,859	.55
31 METROPOLITAN LIFE INSURANCE CO	289,275H	.54
32 WRIGHT INVESTORS' SERVICE	255,240	.48
33 MARSH & MCLENNAN COS INC<	249,000	.47
PUTNAM MNGT/FUNDS-COMBINED (249000)		
34 BERNHARD (ARNOLD) & CO INC•	245,475	.46
VALUE LINE MNGR/FUNDS-COMBINED (245475)		
35 U S TRUST CORP	240,152	.45
36 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	240,000	.45
37 MCCLURE, JAMES W#	234,585J	.44
38 MILLER, ROBERT B#	222,810E	.42
39 HONG KONG & SHANGHAI BANKING CORP	222,462	.42
MARINE MIDLAND BANKS INC (222462)		
40 WESTERN BANCORPORATION<	221,033	.41
41 FIDUCIARY TRUST CO OF NEW YORK	214,987	.40
FIDUCIARY TRUST/FUNDS-COMBINED (214987)		
42 TEXAS PERMANENT SCHOOL FUND	212,550	.40
43 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	200,400	.37
AM INTERNL INSUR COS-COMBINED (200400)		
44 MASSACHUSETTS MUTUAL LIFE INSUR CO	196,350	.37
MASS MUTUAL INSUR CO/FUNDS-COMB (196350)		
GANNETT - CONTINUED		
45 SHEARSON LOEB RHOADES INC<	196,010	.37
BOSTON CO INC (196010)		
46 NORTHERN TRUST CORP	192,218	.36
47 LIECHTY, E J & FAMILY#	190,818J	.36
48 STEIN ROE & FARNHAM•	180,195	.34
49 HELLER (WALTER E) INTERNATIONAL CORP	176,369	.33
AMERICAN NATL BK & TR CO/CHICAGO (176369)		
50 INDIANA NATIONAL CORP	176,177	.33
51 NORTHWEST BANCORPORATION<	175,124	.33
NORTHWESTERN NATL BK MINNEAPOLIS (175124)		
52 ILLINOIS STATE BOARD OF INVESTMENT	174,000J	.32
53 HERITAGE WISCONSIN CORP	165,675	.31
54 SPRAGUE, WALLACE	165,162J	.31
55 ANDRECOM ADVISORS CORP	163,350	.30
56 DETROITBANK CORP	162,075	.30
57 GENERAL AMERICAN INVESTORS CO INC	151,500	.28
58 NATIONAL HEALTH & WELFARE MTL LIFE INSUR ASSO	150,000	.28
59 MASSACHUSETTS FINANCIAL SERVICES INC•	150,000	.28
60 BOATMENS BANKSHARES INC	140,25	.26
61 PROVIDENT NATIONAL CORP<	138,602	.26
62 ST PAUL COMPANIES INC<	135,750	.25
ST PAUL INSUR COS/FDS-COMBINED (135750)		
63 ATLANTA CAPITAL MNGT CORP	135,743	.25
64 BANKERS TRUST NEW YORK CORP	131,670	.24
65 EXXON CORP	128,850	.24
66 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	120,000J	.22
67 NEW YORK CITY COMPTROLLER'S OFFICE	118,500	.22
68 T.N.B. FINANCIAL CORP	117,810	.22
69 MIDLAND BANK GROUP< (ENGLAND)	115,241	.21
CROCKER NATIONAL CORP (115241)		
70 WEIL, LOUIS A 3RD & FAMILY#	114,724Y	.21
71 MERCANTILE BANKSHARES CORP<	113,237	.21
72 G S I INC	112,500	.21
PENMARK INVESTMENTS INC (112500)		
73 BATTERYMARCH FINANCIAL MNGT CORP	111,900	.21
74 CITIZENS FIDELITY CORP	111,900	.21
75 PEW FAMILY INTERESTS	111,825	.21
76 COLE YEAGER & WOOD INC	111,393	.21
77 KENTUCKY STATE RETIREMENT SYSTEM	110,850J	.20
78 CAPITAL SUPERVISORS INC	110,850	.20
79 FIRST INTERNATIONAL BANCSHARES INC	109,725	.20
TOTALS	36,481,330	69.01%

TOP 5 CONTROL 25.80% OF STOCK TOP 15 CONTROL 42.35% OF STOCK
TOP 10 CONTROL 35.39% OF STOCK TOP 20 CONTROL 47.07% OF STOCK

GENERAL CINEMA

(SHARES O/S: 10,958,000)

Principal Stockholders	Shares	%
1 SMITH, RICHARD FAMILY INTERESTS#	2,658,200H	24.25
SMITH, RICHARD A (2306956)		
MARKS, NANCY L (351244)		
2 STONEMAN FAMILY INTERESTS#	966,198H	8.81
STONEMAN, S SIDNEY (934598)		
KURLAND, EMMANUEL (31600)		
3 SHEARSON LOEB RHOADES INC<	790,072	7.21
BERNSTEIN-MACAULEY INC (277800)		
BOSTON CO INC (387272)		
BOSTON CO FUNDS-COMBINED (125000)		
4 THORDIKE DORAN PAINE & LEWIS	392,000	3.57
THORNDIKE-WELLINGTON FUNDS-COMB (392000)		
5 MACKAY-SHIELDS FINANCIAL CORP	370,900	3.38
6 GARDNER & PRESTON MOSS INC	328,365	2.99
7 KIRBY FAMILY GROUP-ALLEGHANY CORP<	300,000	2.73
INVESTORS DIVERSIFIED SER INC•		
IDS FUNDS-COMBINED (300000)		
8 PAIGE, HERBERT G	160,800Y	1.46
9 BANKERS TRUST NEW YORK CORP	143,400	1.30
10 WINTMAN, MELVIN R#	133,988H	1.22
11 NEW ENGLAND MUTUAL LIFE INSUR CO	130,100	1.18
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (130100)		
12 SASS (MARTIN D)	116,800	1.06
13 NEW YORK CITY COMPTROLLER'S OFFICE	100,000	.91
14 GENERAL ELECTRIC CO	100,000	.91
ELFUN TRUSTS (100000)		
15 ARIZONA STATE RETIREMENT SYSTEM	93,000J	.84

GENERAL CINEMA - CONTINUED

Principal Stockholders	Shares	%
16 LIBERTY NATIONAL CORP LIBERTY NATL BK & TR CO OF OAKL (87918)	87,918	.80
17 PIEDMONT MANAGEMENT CO INC< LEXINGTON MANAGEMENT CORP* (81000)	81,000	.73
18 AMERICAN GENERAL INSURANCE CO< AMERICAN GENL INSUR CO-COMBINED (80700)	80,700	.73
19 OPPENHEIMER HOLDINGS INC+ OPPENHEIMER FUNDS-COMBINED (80000)	80,000	.73
20 MANUFACTURERS NATIONAL CORP	77,600	.70
21 MERRILL BANKSHARES CO	72,900	.66
22 CONNECTICUT STATE TRUST FUND	60,000J	.54
23 HURWITZ, HERBERT J & FAMILY#	58,176H	.53
24 AMERICAN FLETCHER CORP<	56,200	.51
25 NEW ENGLAND MERCHANTS CO INC	54,975	.50
26 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	54,200G	.49
27 SHAWMUT CORP	52,000	.47
28 CAPITAL GROUP INC CAPITAL GUARDIAN TRUST CO (50000)	50,000	.45
29 SCUDDER STEVENS & CLARK CO*	49,362	.45
30 IVES, J ATWOOD & FAMILY#	40,000H	.36
31 STEIN ROE & FARNHAM*	35,300	.32
32 CHEMICAL NEW YORK CORP	30,500	.27
33 PITCAIRN FAMILY INTERESTS PITCAIRN CO (30000)	30,000	.27
34 FIRST NATIONAL BOSTON CORP	25,250	.23
35 HAMBROS LTD (ENGLAND) HAMBROS INVESTMENT TRUST (25000)	25,000J	.22
36 PROGRESSIVE CORP PROGRESSIVE INSUR COS-COMBINED (22500)	22,500H	.20
TOTALS	7,907,404	72.16%

TOP 5 CONTROL 47.24% OF STOCK TOP 15 CONTROL 61.90% OF STOCK
TOP 10 CONTROL 56.98% OF STOCK TOP 20 CONTROL 65.62% OF STOCK

GENERAL DYNAMICS

(SHARES O/S: 53,806,000)

Principal Stockholders	Shares	%
1 CROWN, HENRY FAMILY INTERESTS# CROWN, HENRY & FAMILY (257000) CROWN, LESTER & FAMILY (3268004) CROWN FUND (2379500) CROWN (HENRY) & CO (866300) CROWN FAMILY TRUSTS (762782) ARELJAY CO (1322000) CUMMINGS, NATHAN (2136250)	10,992,450	20.42
2 BANKERS TRUST NEW YORK CORP GENERAL DYNAMICS SAV & STOCK INVEST PLANS/16100 PCTS (3821275)	4,031,949	7.49
3 ROWE PRICE (T) & ASSOCIATES INC*	1,699,850	3.15
4 KEMPER FAMILY GROUP KEMPER INSUR COS/FDS-COMBINED (1118050)	1,118,050	2.07
5 PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (1037500)	1,037,500	1.92
6 MORGAN (J P) & CO INC<	969,000	1.80
7 CITICORP<	829,030	1.54
8 SELIGMAN (J & W) & CO+ SELIGMAN/FUNDS-COMBINED (800000)	800,000	1.48
9 MARYLAND NATIONAL CORP REDWOOD CAPITAL MNGT INC (662500)	662,500	1.23
10 LEWIS, DAVID S#	595,579	1.10
11 SEARS ROEBUCK & CO SEARS INVEST MNGT-PEN & SAVING PLS (591900)	591,900	1.10
12 BARING BROTHERS INC (ENGLAND) ENDOWMENT MANAGEMENT & RES CO* (452600)	452,600	.84
13 YALE UNIVERSITY	431,800F	.80
14 DONALDSON LUFKIN & JENRETTE INC<	415,680	.77
15 ALGER (FRED) MANAGEMENT INC*	408,700	.75
16 ROBECO (HOLLAND)	360,000H	.66
17 CAPITAL GROUP INC CAPITAL RES & MNGT/FUNDS-COMBINED (340000)	340,000	.63
18 REPUBLIC OF TEXAS CORP<	335,000	.62
19 SAROFIM (FAYEZ) & CO	328,248	.61
20 STARR (C V)-AMERICAN INTERNATIONAL GROUP< AM INTERNL INSUR COS-COMBINED (315000)	315,000	.58
21 HARVARD UNIVERSITY	308,844	.57
22 BJURMAN (GEORGE D) & ASSOCIATES	304,000	.56
23 MARYLAND STATE RETIREMENT SYSTEMS	290,800	.54

GENERAL DYNAMICS - CONTINUED

Principal Stockholders	Shares	%
24 CONTINENTAL ILLINOIS CORP	272,300	.50
25 JOHN HANCOCK MUTUAL LIFE INSUR CO JOHN HANCOCK/FUNDS-COMBINED (259000)	259,000	.48
26 SCUDDER STEVENS & CLARK CO*	252,410	.46
27 MADISON FUND INC	250,000	.46
28 MIDLAND BANK GROUP< (ENGLAND) CROCKER NATIONAL CORP (246950)	246,950	.45
29 WELLS FARGO & CO	237,500	.44
30 MERCANTILE BANCORPORATION INC	205,326	.38
31 ATLANTIC RICHFIELD CO	200,000	.37
32 MASSACHUSETTS FINANCIAL SERVICES INC*	200,000	.37
33 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	193,300G	.35
34 NORTHWEST BANCORPORATION< NORTHWESTERN NATL BK MINNEAPOLIS (184479)	184,479	.34
35 STATE MTL LIFE ASSUR CO OF AMERICA STATE MTL LIFE INSUR/FDS-COMBINED (173000)	173,000	.32
36 FISKE, GUY W#	171,758	.31
37 WACHOVIA CORP	170,020	.31
38 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (167200)	167,200	.31
39 WESTERN BANCORPORATION<	157,274	.29
40 MANUFACTURERS HANOVER CORP< EDIE (LIONEL D) & CO INC (155450)	155,450	.28
41 INA CORP< INA INSUR COS/FDS-COMBINED (150000)	150,000	.27
42 FIDUCIARY TRUST CO OF NEW YORK FIDUCIARY TRUST/FUNDS-COMBINED (145170)	145,170	.26
43 ARIZONA STATE RETIREMENT SYSTEM	145,000J	.26
44 MACDONALD, GORDEN E#	144,418	.26
45 FIRST PENNSYLVANIA CORP	142,950	.26
46 BEGGS, JAMES M#	139,367	.25
47 UNION CARBIDE CORP	135,000	.25
48 LAZARD FRERES & CO	121,000	.22
49 NORTHERN TRUST CORP	117,078	.21
50 EXXON CORP	114,700	.21
51 BATTERYMARCH FINANCIAL MNGT CORP	111,400	.20
52 U S TRUST CORP	110,950	.20
TOTALS	32,691,480	60.75%

TOP 5 CONTROL 35.08% OF STOCK TOP 15 CONTROL 46.53% OF STOCK
TOP 10 CONTROL 42.25% OF STOCK TOP 20 CONTROL 49.65% OF STOCK

GENERAL ELECTRIC

(SHARES O/S: 226,335,000)

Principal Stockholders	Shares	%
1 GENERAL ELECTRIC CO GENERAL ELECTRIC SAVINGS & SECURITY PROGRAM/153892 PCTS (9319402)	9,319,402J	4.11
2 ECCLES FAMILY INTERESTS# ECCLES, GEORGE S & FAMILY (577915) ECCLES, MARINER S & FAMILY (326742) LITTLEFIELD, E WATTIS FAM & ASSOC (1454679) WATTIS, PAUL J JR FAM & ASSOC (421777) WATTIS, PAUL ESTATE (596838)	3,377,951J	1.49
3 TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (2857200)	2,857,200	1.26
4 MORGAN (J P) & CO INC<	2,310,000	1.02
5 CAPITAL GROUP INC CAPITAL GUARDIAN TRUST CO (1395200) CAPITAL RES & MNGT/FUNDS-COMBINED (906800)	2,302,000	1.01
6 PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (2263100)	2,263,100	.99
7 MANUFACTURERS HANOVER CORP< (923049) EDIE (LIONEL D) & CO INC (1337157)	2,260,206	.99
8 BANKERS TRUST NEW YORK CORP	2,196,590	.97
9 FIRST NATIONAL BOSTON CORP	2,159,847	.95
10 CITICORP<	2,120,705	.93
11 SAROFIM (FAYEZ) & CO	2,109,053	.93
12 MELLON NATIONAL CORP	1,765,083	.77
13 WELLS FARGO & CO	1,736,759	.76
14 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,460,000	.64
15 CHASE MANHATTAN CORP	1,432,603	.63
16 FIRST SECURITY CORP	1,364,557	.60
17 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND) BANK OF CALIFORNIA NA (1286820)	1,286,820	.56
18 U S TRUST CORP	1,286,326	.56
19 AMERITRUST CO	1,250,939	.55

GENERAL ELECTRIC - CONTINUED

Principal Stockholders	Shares	%
20 NORTHERN TRUST CORP	1,197,495	.52
21 MIDLAND BANK GROUP< (ENGLAND)	1,186,822	.52
CROCKER NATIONAL CORP (1186822)		
22 DUPONT FAMILY INTERESTS	1,116,452	.49
DU PONT (E I) DE NEMOURS & CO INC (525000)		
WILMINGTON TRUST CO (591452)		
23 NATIONAL DETROIT CORP	1,096,099	.48
24 PROVIDENT NATIONAL CORP<	1,080,363	.47
25 STATE FARM MUTL AUTOMOBILE INSUR CO	977,904H	.43
STATE FARM INSUR COS-COMBINED (977904)		
26 NEW YORK STATE COMMON RETIREMENT FUND	947,500H	.41
27 NEW YORK STATE TEACHERS RETIR FUND	939,900	.41
28 FIRST CHICAGO CORP<	904,367	.39
29 CALIFORNIA, UNIVERSITY OF	902,134	.39
30 CHEMICAL NEW YORK CORP	894,103	.39
31 DELAWARE MANAGEMENT CO INC*	893,350	.39
32 STATE STREET RESEARCH & MANAGEMENT CO*	842,742	.37
33 BANKAMERICA CORP<	837,773	.37
34 WISCONSIN INVESTMENT BOARD	815,600	.36
35 HELLER (WALTER E) INTERNATIONAL CORP	812,821	.35
AMERICAN NATL BK & TR CO/CHICAGO (812821)		
36 SHEARSON LOEB RHOADES INC<	804,388	.35
BOSTON CO INC (804388)		
37 BANK OF NEW YORK CO INC	802,966	.35
38 ROCKEFELLER FAMILY INTERESTS	789,952	.34
ROCKEFELLER FOUNDATION (150000)		
ROCKEFELLER UNIVERSITY (80000)		
ROCKEFELLER BROTHERS FUND (50000)		
DESCENDANTS OF JOHN D JR (509952)		
39 UNITED STATES STEEL CORP	784,213	.34
US STEEL & CARNEGIE PENSION TR (784213)		
40 NEW ENGLAND MERCHANTS CO INC	742,550	.32
41 FIRST UNION BANCORP	716,486	.31
42 OHIO STATE TEACHERS RETIR SYSTEM	715,900	.31
43 BATTERYMARCH FINANCIAL MNGT CORP	707,379	.31
44 CONTINENTAL ILLINOIS CORP	703,317	.31
45 KIRBY FAMILY GROUP-ALLEGHANY CORP<	700,000	.30
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (700000)		
46 GIRARD CO	693,759	.30
47 HOSPITAL TRUST CORP	668,316	.29
48 WESTERN BANCORPORATION<	658,595	.29
49 FIDELCOR INC	653,112	.28
50 MERCANTILE BANKSHARES CORP<	627,907	.27
51 AETNA LIFE & CASUALTY CO	624,364H	.27
AETNA INSUR COS/FDS-COMBINED (624364)		
52 CONTINENTAL CORP<	621,000	.27
CONTINENTAL CORP/INSUR COS-COMB (621000)		
53 NATIONAL CITY CORP	581,000	.25
54 BROWN BROS HARRIMAN & CO	569,020	.25
55 MERCANTILE BANCORPORATION INC	564,406	.24
56 TEXAS TEACHERS RETIR SYSTEM	552,200	.24
57 STANDARD OIL CO (INDIANA)	542,781	.23
58 FIRST INTERNATIONAL BANCSHARES INC	540,154	.23
59 FIRST PENNSYLVANIA CORP	525,171	.23
60 SEARS ROEBUCK & CO	518,290	.22
ALLSTATE INSUR COS/FDS-COMBINED (518290)		
61 METROPOLITAN LIFE INSURANCE CO	517,258H	.22
62 DODGE & COX INC*	513,572	.22
63 CBT CORP	506,959	.22
64 BROWNING FAMILY INTERESTS	502,877X	.22
BROWNING, VAL A (489648)		
BROWNING, ANN ESTATE (13229)		
65 FIDUCIARY TRUST CO OF NEW YORK	501,623	.22
FIDUCIARY TRUST/FUNDS-COMBINED (501623)		
66 HARTFORD NATIONAL CORP	496,947	.21
67 TEXAS PERMANENT SCHOOL FUND	486,200	.21
68 LAZARD FRERES & CO	484,375	.21
69 MARINE BANCORP INC	480,307	.21
70 HARRIS BANKCORP INC	473,000	.20
71 THORDIKE DORAN PAINE & LEWIS	467,734	.20
THORNDIKE-WELLINGTON FUNDS-COMB (467734)		
72 AMERICAN SECURITY CORP (D C)	464,210J	.20
73 STATE STREET BOSTON CORP	458,934	.20
74 MINNESOTA STATE BOARD OF INVESTMENT	456,100G	.20
75 PIONEER GROUP INC	452,760	.20
PIONEERING MNGT/FUNDS-COMB		
76 ILLINOIS STATE TEACHERS RETIR SYSTEM	450,000J	.19

GENERAL ELECTRIC - CONTINUED

Principal Stockholders	Shares	%
77 NEW JERSEY DIVISION OF INVESTMENTS	425,000J	.18
TOTALS	84,849,648	37.48%

TOP 5 CONTROL 8.91% OF STOCK TOP 15 CONTROL 17.52% OF STOCK
TOP 10 CONTROL 13.77% OF STOCK TOP 20 CONTROL 20.34% OF STOCK

GENERAL FOODS

(SHARES O/S: 49,945,000)

Principal Stockholders	Shares	%
1 BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	2,600,000	5.20
2 MANUFACTURERS HANOVER CORP< (501728)	1,408,368	2.81
EDIE (LIONEL D) & CO INC (906640)		
3 BANKERS TRUST NEW YORK CORP	1,286,626J	2.57
GENERAL FOODS EMP THRIFT-INVESTMENT PLAN/9617 PCTS (1286626)		
4 LORD ABBETT & CO*	1,278,000	2.55
5 THORDIKE DORAN PAINE & LEWIS	1,061,700	2.12
THORNDIKE-WELLINGTON FUNDS-COMB (1061700)		
6 NEW YORK STATE TEACHERS RETIR FUND	862,600	1.72
7 TIAA-CREF	765,000	1.53
COLLEGE RETIREMENT EQUITIES FUND (765000)		
8 BATTERYMARCH FINANCIAL MNGT CORP	763,700	1.52
9 TEXAS TEACHERS RETIR SYSTEM	705,500	1.41
10 FORD FOUNDATION	686,000	1.37
11 GENERAL ELECTRIC CO	525,000	1.05
GENERAL ELECTRIC PENSION TRUST (525000)		
12 TORRAY, CLARK & CO INC	514,400	1.02
13 TRAVELERS CORP<	476,700	.95
TRAVELERS/KEYSTONE FUNDS-COMBINED (476700)		
14 WELLS FARGO & CO	450,435	.90
15 DODGE & COX INC*	425,798	.85
16 CAPITAL GROUP INC	402,700	.80
CAPITAL RES & MNGT/FUNDS-COMBINED (402700)		
17 FIRST NATIONAL BOSTON CORP	364,110	.72
18 AMERITRUST CO	307,571	.61
19 UNITED STATES STEEL CORP	294,000	.58
US STEEL & CARNEGIE PENSION TR (294000)		
20 GEICO CORP	290,300	.58
21 MARINE BANCORP INC	28[illegible],375	.56
22 MINNESOTA STATE BOARD OF INVESTMENT	283,100G	.56
23 FIRST UNION BANCORP	273,609	.54
24 PROVIDENT NATIONAL CORP<	271,762	.54
25 ILLINOIS STATE TEACHERS RETIR SYSTEM	255,000J	.51
26 SECURITY NEW YORK STATE CORP	248,544J	.49
27 CENTRAN CORP	242,438	.48
28 MORGAN (J P) & CO INC<	236,000	.47
29 FIDUCIARY TRUST CO OF NEW YORK	230,217	.46
FIDUCIARY TRUST/FUNDS-COMBINED (230217)		
30 HELLER (WALTER E) INTERNATIONAL CORP	229,015	.45
AMERICAN NATL BK & TR CO/CHICAGO (229015)		
31 UNITED STATES FIDELITY & GUARANTY CO	221,200	.44
U S FID & GUAR INSUR COS-COMBINED (221200)		
32 CITY INVESTING CO<	200,000	.40
HOME INSUR GROUP-COMBINED (200000)		
33 FIRESTONE TIRE & RUBBER CO	200,000	.40
FIRESTONE TIRE & RUBBER PEN FUND (200000)		
34 POST (MARJORIE MERIWEATHER) FOUNDATION	200,000D	.40
35 CITICORP<	192,189	.38
36 CONTINENTAL ILLINOIS CORP	190,475	.38
37 WASHINGTON DEPT OF RETIREMENT SYSTEMS	173,600	.34
38 UNITED BANKS OF COLORADO INC	164,643	.32
39 FIRST BANK SYSTEM INC	164,079	.32
40 BANKERS TRUST NEW YORK CORP	150,788	.30
41 BROWN BROS HARRIMAN & CO	142,739	.28
42 EXXON CORP	134,200	.26
43 CHASE MANHATTAN CORP	132,122	.26
44 NATIONAL LIFE INSURANCE CO	131,500	.26
NATL INSUR COS & SENTINEL FDS (131500)		
45 GULF & WESTERN INDUSTRIES INC<	130,700	.26
46 ALLENDALE GROUP<	127,000	.25
ALLENDALE INSUR COS-COMBINED (127000)		
47 ILLINOIS STATE BOARD OF INVESTMENT	125,000J	.25
48 TEXAS, UNIVERSITY OF	125,000	.25
49 AETNA LIFE & CASUALTY CO	117,250H	.23
AETNA INSUR COS/FDS-COMBINED (117250)		
50 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	115,410	.23
BANK OF CALIFORNIA NA (115410)		

GENERAL FOODS - CONTINUED

Principal Stockholders	Shares	%
51 HARRIS ASSOCIATES INC*	114,987	.23
52 STATE STREET RESEARCH & MANAGEMENT CO*	110,730	.22
53 MARSH & MCLENNAN COS INC<	110,400	.22
EBERSTADT ASSET MNGT/FDS-COMBINED (110400)		
54 NORTHERN TRUST CORP	109,890	.22
55 NEW ENGLAND MUTUAL LIFE INSUR CO	107,930	.21
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (107930)		
56 LINCOLN FIRST BANKS INC	105,640	.21
57 FIRST PENNSYLVANIA CORP	105,124	.21
58 WISCONSIN INVESTMENT BOARD	100,000	.20
TOTALS	22,024,164	44.09%

TOP 5 CONTROL 15.28% OF STOCK TOP 15 CONTROL 27.65% OF STOCK
TOP 10 CONTROL 22.86% OF STOCK TOP 20 CONTROL 30.97% OF STOCK

GENERAL HOST

(SHARES O/S: 2,354,000)

Principal Stockholders	Shares	%
1 PRITZKER FAMILY INTERESTS	290,010	12.31
2 POSNER FAMILY INTERESTS	274,437	11.65
SECURITY MANAGEMENT CO (274437)		
3 ASHTON, HARRIS J#	126,692	5.38
4 HOORNSTRA, EDWARD H#	65,119	2.76
5 ALDEN, C WHITCOMB JR#	63,150	2.68
6 MERRILL LYNCH & CO INC<	20,000	.84
MERRILL LYNCH ASSET MNGT CO INC* (20000)		
7 A I M ADVISORS INC	19,000	.80
8 LEENEY, JACK W	11,500A	.48
9 WEBB, RICHARD G#	10,000J	.42
10 BENEFICIAL STANDARD CORP	10,000H	.42
11 JOHNSON, CHARLES B#	7,300	.31
12 RUSSELL, LAWRENCE C	7,250C	.30
13 FRANKLIN RESOURCES INC<	7,000	.29
FRANKLIN RESEARCH INC*		
FRANKLIN FUNDS-COMBINED (7000)		
14 BATTAGLIA, ANTHONY D#	6,016J	.25
15 KINNE, MORRIS Y#	5,500	.23
16 BERTIN, WILLIAM H#	5,500J	.23
TOTALS	[illegible]8,474	39.44%

TOP 5 CONTROL 34.80% OF STOCK TOP 15 CONTROL 39.20% OF STOCK
TOP 10 CONTROL 37.80% OF STOCK TOP 20 CONTROL 39.44% OF STOCK

GENERAL INSTRUMENT

(SHARES O/S: 9,497,000)

Principal Stockholders	Shares	%
1 MARSH & MCLENNAN COS INC<	490,600	5.16
PUTNAM MNGT/FUNDS-COMBINED (490600)		
2 JENNISON ASSOCIATES CAPITAL CORP	417,400	4.39
3 KIRBY FAMILY GROUP-ALLEGHANY CORP<	338,600	3.56
ALLEGHANY CORP (338600)		
4 BANKERS TRUST NEW YORK CORP	336,540	3.54
5 CHEMICAL NEW YORK CORP	201,476	2.12
6 AXE (E W) & CO INC*	176,800	1.86
AXE-HOUGHTON FUNDS-COMBINED (176800)		
7 NATIONAL SECURITIES & RESEARCH CORP* (27000)	174,000	1.83
NSR ASSET MNGT/FUNDS-COMBINED (147000)		
8 BARING BROTHERS INC (ENGLAND)	165,000	1.73
ENDOWMENT MANAGEMENT & RES CO* (165000)		
9 CONTINENTAL INVESTMENT CORP<	157,200	1.65
UNITED FUNDS MANAGEMENT CORP* (26200)		
WADDELL & REED FDS-COMBINED (131000)		
10 SELIGMAN (J & W) & CO*	150,000	1.57
SELIGMAN/FUNDS-COMBINED (150000)		
11 SCHRODERS LTD< (ENGLAND)	146,744	1.54
SCHRODER MNGR/FUNDS-COMBINED (146744)		
12 KENNEDY ASSOCIATES INC	134,300	1.41
13 ALGER (FRED) MANAGEMENT INC*	123,327	1.29
14 HICKEY, FRANK G#	119,506J	1.25
15 FIRST PENNSYLVANIA CORP	102,235	1.07
16 FORTY-FOUR MANAGEMENT INC	90,000	.94
17 KEMPER FAMILY GROUP	85,200	.89
KEMPER INSUR COS/FDS-COMBINED (85200)		
18 HONG KONG & SHANGHAI BANKING CORP	82,360	.86
MARINE MIDLAND BANKS INC (82360)		
19 HIRSH, HENRY#	80,000J	.84
20 GENERAL ELECTRIC CO	75,000	.78
GENERAL ELECTRIC PENSION TRUST (75000)		
21 MANUFACTURERS LIFE INSUR CO (CANADA)	67,000	.70
22 UNION CARBIDE CORP	67,000	.70
23 HERITAGE WISCONSIN CORP	57,785	.60
24 TRW INC	54,000	.56
TRW INVESTMENT MANAGEMENT (54000)		
25 STATE MTL LIFE ASSUR CO OF AMERICA	52,500	.55
STATE MTL LIFE INSUR/FDS-COMBINED (52500)		
26 FMR CORP	51,800	.54
FMR/FUNDS-COMBINED (51800)		
27 SCUDDER STEVENS & CLARK CO*	51,600	.54
28 AVCO CORP	49,000H	.51
AVCO INSUR COS/FDS-COMBINED (49000)		
29 FIDUCIARY TRUST CO OF NEW YORK	48,150	.50
FIDUCIARY TRUST/FUNDS-COMBINED (48150)		
30 PENN MUTUAL LIFE INSURANCE CO	39,000	.41
31 FIRST MANHATTAN CO	39,000	.41
32 MELLON NATIONAL CORP	30,050	.31
33 BERNHARD (ARNOLD) & CO INC*	29,500	.31
VALUE LINE MNGR/FUNDS-COMBINED (29500)		
34 DONALDSON LUFKIN & JENRETTE INC<	26,600	.28
35 EATON & HOWARD VANCE SANDERS INC	24,000	.25
EATON & HOWARD VANCE/FDS-COMB (24000)		
36 MORGAN (J P) & CO INC<	24,000	.25
37 TRAVELERS CORP<	22,400	.23
TRAVELERS/KEYSTONE FUNDS-COMBINED (22400)		
38 REPUBLIC OF TEXAS CORP<	21,900	.23
39 CONNECTICUT GENERAL INSURANCE CORP	20,500	.21
CONN GENL INSUR COS/FDS-COMBINED (20500)		
40 HARLEYSVILLE MUTUAL INSURANCE GROUP	20,000H	.21
41 SHAWMUT CORP	19,800	.20
42 HARRIS BRETALL & MCELDOWNEY INC	19,100H	.20
43 ROTHSCHILD (L F) UNTERBERG TOWBIN	19,000	.20
TOTALS	4,499,973	47.38%

TOP 5 CONTROL 18.79% OF STOCK TOP 15 CONTROL 34.04% OF STOCK
TOP 10 CONTROL 27.45% OF STOCK TOP 20 CONTROL 38.39% OF STOCK

GENERAL MILLS

(SHARES O/S: 50,277,000)

Principal Stockholders	Shares	%
1 STATE STREET RESEARCH & MANAGEMENT CO*	1,883,867	3.74
2 BATTERYMARCH FINANCIAL MNGT CORP	1,794,900	3.57
3 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1,381,709	2.74
BANK OF CALIFORNIA NA (1381709)		
4 CALIFORNIA, UNIVERSITY OF	1,322,798	2.63
5 CITICORP<	1,156,402	2.30
6 BROWN BROS HARRIMAN & CO	1,032,400	2.05
7 FIRST NATIONAL BOSTON CORP	979,530	1.94
8 MANUFACTURERS HANOVER CORP<	973,700	1.93
EDIE (LIONEL D) & CO INC (973700)		
9 NEW YORK STATE TEACHERS RETIR FUND	972,000	1.93
10 MILLER ANDERSON & SHERRERD	947,100	1.88
11 DONALDSON LUFKIN & JENRETTE INC<	805,545	1.60
12 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	721,400	1.43
13 FIRST BANK SYSTEM INC	708,297	1.40
14 NORTHWEST BANCORPORATION<	649,069	1.29
NORTHWESTERN NATL BK MINNEAPOLIS (649069)		
15 GENERAL ELECTRIC CO	575,000	1.14
GENERAL ELECTRIC PENSION TRUST (575000)		
16 BETHLEHEM STEEL CORP	571,200	1.13
BETHLEHEM STEEL CORP PENSION PL (571200)		
17 UNITED STATES STEEL CORP	559,700	1.11
US STEEL & CARNEGIE PENSION TR (559700)		
18 CAPITAL GROUP INC	551,700	1.09
CAPITAL GUARDIAN TRUST CO (322300)		
CAPITAL RES & MNGT/FUNDS-COMBINED (229400)		
19 PRUDENTIAL INSURANCE CO OF AM	525,800	1.04
PRUDENTIAL INSUR COS/FUNDS-COMB (525800)		
20 SHEARSON LOEB RHOADES INC<	495,775	.98
BOSTON CO INC (495775)		
21 LIBERTY MUTUAL INSURANCE CO	488,500H	.97
22 NORTHERN TRUST CORP	471,276	.93
GENERAL MILLS VOLUNTARY INVESTMENT PLAN/3098 PCTS (64000)		
GENERAL MILLS INV & SAV PL/3927 (28000)		

GENERAL MILLS - CONTINUED

Principal Stockholders	Shares	%
23 KIRBY FAMILY GROUP-ALLEGHANY CORP<	430,000	.85
ALLEGHANY CORP (180000)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (250000)		
24 MINNESOTA STATE BOARD OF INVESTMENT	387,300G	.77
25 NEW YORK CITY COMPTROLLER'S OFFICE	355,400	.70
26 UNITED STATES FIDELITY & GUARANTY CO	355,000	.70
U S FID & GUAR INSUR COS-COMBINED (355000)		
27 NEW ENGLAND MUTUAL LIFE INSUR CO	349,962	.69
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (349962)		
28 GEORGIA STATE RETIREMENT SYSTEM	335,000	.66
29 MARINE BANCORP INC	328,371	.65
30 ILLINOIS STATE TEACHERS RETIR SYSTEM	325,000J	.64
31 EQUITABLE LIFE ASSUR SOCIETY OF US	323,300	.64
32 MARSH & MCLENNAN COS INC<	320,000	.63
EBERSTADT ASSET MNGT/FDS-COMBINED (320000)		
33 CENTURY CAPITAL ASSOCIATES	317,100	.63
34 AETNA LIFE & CASUALTY CO	315,900H	.62
AETNA INSUR COS/FDS-COMBINED (315900)		
35 CONTINENTAL ILLINOIS CORP	284,456	.56
36 MORGAN (J P) & CO INC<	281,000	.55
37 HOSPITAL TRUST CORP	264,226	.52
38 BANKERS TRUST NEW YORK CORP	262,845	.52
39 WELLS FARGO & CO	242,703	.48
40 NEW YORK STATE COMMON RETIREMENT FUND	234,000H	.46
41 CONNECTICUT GENERAL INSURANCE CORP	231,700	.46
CONN GENL INSUR COS/FDS-COMBINED (231700)		
42 STATE STREET BOSTON CORP	216,883	.43
43 WOOLEY, EUGENE E#	210,447	.41
44 TEXAS TEACHERS RETIR SYSTEM	206,400	.41
45 ALABAMA BANCORP	202,609	.40
46 MIDLAND BANK GROUP< (ENGLAND)	196,537	.39
CROCKER NATIONAL CORP (196537)		
47 HELLER (WALTER E) INTERNATIONAL CORP	189,410	.37
AMERICAN NATL BK & TR CO/CHICAGO (189410)		
48 FORD FOUNDATION	180,000	.35
49 FEIGHNER, J WILBUR & FAMILY#	178,894	.35
50 SWANSON, ROBERT K#	170,886H	.33
51 NEW ENGLAND MERCHANTS CO INC	162,015	.32
52 GRUMMAN CORP	155,000J	.30
53 FLORIDA STATE BOARD OF ADMINISTRATION	155,000	.30
54 NEW YORK LIFE INSURANCE CO	147,500	.29
55 LINCOLN FIRST BANKS INC	144,990	.28
56 CITIZENS FIDELITY CORP	144,290	.28
57 STANDISH AYER & WOOD INC*	142,100	.28
58 TRUST CO OF GEORGIA	136,842	.27
59 CAPITAL SUPERVISORS INC	134,200	.26
60 KENTUCKY STATE RETIREMENT SYSTEM	133,700J	.26
61 ROYAL INSURANCE CO LTD (ENGLAND)	127,000	.25
ROYAL INSURS COS-COMBINED (127000)		
62 FIRST CHICAGO CORP<	123,495	.24
63 FIRST ATLANTA CORP	119,130	.23
64 FIDELCOR INC	116,540	.23
65 AMES, JAMES B INTERESTS	114,014	.22
66 SECURITY PACIFIC CORP<	113,753	.22
67 KINNEY, E R & FAMILY#	109,448J	.21
68 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	100,800G	.20
TOTALS	29,642,814	58.95%

TOP 5 CONTROL 14.99% OF STOCK TOP 15 CONTROL 31.63% OF STOCK
TOP 10 CONTROL 24.75% OF STOCK TOP 20 CONTROL 37.01% OF STOCK

GENERAL MOTORS

(SHARES O/S 286,869,000)

Principal Stockholders	Shares	%
1 NATIONAL DETROIT CORP	39,164,990	13.65
GENERAL MOTORS ESOP FOR U S SAL		
EMPS-125500 PCTS (1659976)		
SAVINGS STOCK PURCHASE PROGRAM FOR		
SAL EMPS-123500 PCTS (35151381)		
2 DUPONT FAMILY INTERESTS (EST)	20,080,830	7.00
3 TIAA-CREF	4,201,000	1.46
COLLEGE RETIREMENT EQUITIES FUND (4201000)		
4 MORGAN (J P) & CO INC<	3,684,000	1.28
5 PRUDENTIAL INSURANCE CO OF AM	3,551,300	1.23
PRUDENTIAL INSUR COS/FUNDS-COMB (3551300)		
6 WINTERS NATIONAL CORP	2,157,236	.75

GENERAL MOTORS - CONTINUED

Principal Stockholders	Shares	%
7 CAPITAL GROUP INC	1,971,500	.68
CAPITAL GUARDIAN TRUST CO (1030700)		
CAPITAL RES & MNGT/FUNDS-COMBINED (940800)		
8 WELLS FARGO & CO	1,735,969	.60
9 MOTT FAMILY INTERESTS	1,640,000	.57
MOTT (CHARLES STEWART) FOUNDATION (1640000)		
10 BANKERS TRUST NEW YORK CORP	1,530,581	.53
11 FIRST CHICAGO CORP<	1,335,511	.46
12 CITICORP<	1,265,168	.44
13 CHASE MANHATTAN CORP	1,248,759	.43
14 MELLON NATIONAL CORP	1,177,893	.41
15 FIRST NATIONAL BOSTON CORP	1,146,160	.39
16 DETROITBANK CORP	1,095,661	.38
17 BATTERYMARCH FINANCIAL MNGT CORP	1,070,708	.37
18 CITIZENS COMMERCIAL & SAVINGS BK	1,040,378J	.36
19 HELLER (WALTER E) INTERNATIONAL CORP	1,020,377	.35
AMERICAN NATL BK & TR CO/CHICAGO (1020377)		
20 MANUFACTURERS HANOVER CORP<	839,618	.29
EDIE (LIONEL D) & CO INC (839618)		
21 FORD FOUNDATION	832,000	.29
22 CONTINENTAL CORP<	813,220	.28
CONTINENTAL CORP/INSUR COS-COMB (813220)		
23 KIRBY FAMILY GROUP-ALLEGHANY CORP<	800,000	.27
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (800000)		
24 GENERAL ELECTRIC CO	770,100	.26
GENERAL ELECTRIC PENSION TRUST (770100)		
25 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	750,000	.26
26 MASSACHUSETTS FINANCIAL SERVICES INC*	740,700	.25
27 OHIO STATE TEACHERS RETIR SYSTEM	725,300	.25
28 FIRST UNION BANCORP	714,095	.24
29 NEW YORK STATE TEACHERS RETIR FUND	701,258	.24
30 BANKAMERICA CORP<	700,773	.24
31 MIDLAND BANK GROUP< (ENGLAND)	684,560	.23
CROCKER NATIONAL CORP (684560)		
32 STATE FARM MUTL AUTOMOBILE INSUR CO	627,700H	.21
STATE FARM INSUR COS-COMBINED (627700)		
33 AMERITRUST CO	607,962	.21
34 GIRARD CO	605,557	.21
35 FIRST SECURITY CORP	600,231	.20
TOTALS	101,631,095	35.42%

TOP 5 CONTROL 24.63% OF STOCK TOP 15 CONTROL 29.94% OF STOCK
TOP 10 CONTROL 27.78% OF STOCK TOP 20 CONTROL 31.70% OF STOCK

GENERAL REFRACTORIES

(SHARES O/S: 3,798,000)

Principal Stockholders	Shares	%
1 GREAT LAKES CARBON CORP	986,800J	25.98
2 SANBIL HANDELS ANSTALT (LIECHTENSTEIN)	274,000J	7.21
3 FIRST PENNSYLVANIA CORP	113,730	2.99
GENERAL REFRACTORIES SAVINGS FUND PLAN		
FOR SAL EMPS/155 PCT (60212)		
4 LEHMAN BROTHERS KUHN LOEB INC	36,800	.96
LEHMAN MANAGEMENT CO INC* (36800)		
5 SEARS ROEBUCK & CO	19,300	.50
ALLSTATE INSUR COS/FDS-COMBINED (19300)		
6 MERRILL LYNCH & CO INC<	15,000	.39
MERRILL LYNCH ASSET MNGT CO INC* (15000)		
TOTALS	1,445,630	38.06%

TOP 5 CONTROL 37.66% OF STOCK TOP 15 CONTROL 38.06% OF STOCK
TOP 10 CONTROL 38.06% OF STOCK TOP 20 CONTROL 38.06% OF STOCK

GENERAL SIGNAL

(SHARES O/S: 26,533,000)

Principal Stockholders	Shares	%
1 MANUFACTURERS HANOVER CORP< (589139)	1,272,336	4.79
GENERAL SIGNAL SAVING & STOCK OWNERSHIP		
PLAN-6692 PCTS (241337)		
EDIE (LIONEL B) & CO INC (441860)		
2 ROWE PRICE (T) & ASSOCIATES INC*	992,725	3.74
3 LINCOLN FIRST BANKS INC	882,611	3.32
4 SCHRODERS LTD< (ENGLAND)	435,168	1.64
SCHRODER MNGR/FUNDS-COMBINED (435168)		

GENERAL SIGNAL - CONTINUED

	Shares	%
5 GENERAL ELECTRIC CO GENERAL ELECTRIC PENSION TRUST (420000)	420,000	1.58
6 NEW YORK STATE TEACHERS RETIR FUND	405,000	1.52
7 BRUNDAGE STORY & ROSE	396,315	1.49
8 LORD ABBETT & CO*	389,000	1.46
9 WERTHEIM & CO INC	386,840	1.45
10 FROEDTERT, MARY FAMILY INTERESTS	367,000B	1.38
11 GORDON, FRED H JR & FAMILY#	366,974J	1.38
12 BANK OF NEW YORK CO INC	321,539	1.21
13 CONTINENTAL CORP< CONTINENTAL CORP/INSUR COS-COMB (321400)	321,400	1.21
14 PROVIDENT NATIONAL CORP<	289,562	1.09
15 FIRST WISCONSIN CORP	283,023	1.06
16 WRIGHT INVESTORS' SERVICE	260,718	.98
17 CHEMICAL NEW YORK CORP	254,300	.95
18 DREYFUS CORP*	250,000	.94
19 EQUITABLE LIFE ASSUR SOCIETY OF US	234,100	.88
20 SCUDDER STEVENS & CLARK CO*	231,702	.87
21 NEW YORK STATE COMMON RETIREMENT FUND	220,000H	.82
22 MARYLAND STATE RETIREMENT SYSTEMS	215,000	.81
23 SELIGMAN (J & W) & CO* SELIGMAN/FUNDS-COMBINED (214975)	214,975	.81
24 SMITH, WILLIAM E#	204,000Y	.76
25 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	200,000	.75
26 MERRILL LYNCH & CO INC< MERRILL LYNCH ASSET MNGT CO INC* (197280)	197,280	.74
27 CAPITAL SUPERVISORS INC	196,500	.74
28 US BANCORP	191,882	.72
29 U S TRUST CORP	190,884	.71
30 MARSH & MCLENNAN COS INC< EBERSTADT ASSET MNGT/FDS-COMBINED (180000)	180,000	.67
31 HONG KONG & SHANGHAI BANKING CORP MARINE MIDLAND BANKS INC (178271)	178,271	.67
32 LAZARD FRERES & CO	178,000	.67
33 FMR CORP FMR/FUNDS-COMBINED (177536)	177,536	.66
34 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	175,000	.65
35 FIFTH THIRD BANK	169,351	.63
36 FIRST NATIONAL BOSTON CORP	144,485	.54
37 WELLS FARGO & CO	143,898	.54
38 AETNA LIFE & CASUALTY CO AETNA INSUR COS/FDS-COMBINED (143266)	143,266	.53
39 ROSENBERG CAPITAL MANAGEMENT	141,500	.53
40 ROULSTON & CO INC	137,210	.51
41 OWEN, NATHAN R#	134,445J	.50
42 STANDISH AYER & WOOD INC*	128,490	.48
43 MC MORGAN & CO	126,600	.47
44 FIRST PENNSYLVANIA CORP GENERAL SIGNAL LEEDS & NORTHRUP EMP SAV & INVEST PL-100 PCTS (58767)	121,473	.45
45 CHASE MANHATTAN CORP	109,971	.41
46 MORGAN (J P) & CO INC<	109,000	.41
47 SAROFIM (FAYEZ) & CO	106,288	.40
48 WISCONSIN INVESTMENT BOARD	106,101	.39
49 BANKERS TRUST NEW YORK CORP	105,400	.39
50 ATLANTA CAPITAL MNGT CORP	104,000	.39
51 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	101,600G	.38
52 CITIZENS FIDELITY CORP	100,216	.37
53 KENTUCKY STATE RETIREMENT SYSTEM	100,000J	.37
54 GIRARD CO	95,738	.36
55 NORTHEAST BANCORP INC (CONN)	93,546	.35
56 PHILADELPHIA NATIONAL CORP	89,495	.33
57 SECURITY NEW YORK STATE CORP	89,056J	.33
58 BOATMENS BANKSHARES INC	84,094	.31
59 TEXAS PERMANENT SCHOOL FUND	80,000	.30
60 DONALDSON LUFKIN & JENRETTE INC<	79,400	.29
61 EATON & HOWARD VANCE SANDERS INC EATON & HOWARD VANCE/FDS-COMB (78996)	78,996	.29
62 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (77400)	77,400	.29
63 CHICAGO, UNIVERSITY OF	75,900	.28
64 ALLENDALE GROUP< ALLENDALE INSUR COS-COMBINED (75000)	75,000	.28
65 TICOR TITLE INSUR & TRUST CO (74099)	74,099	.27
66 VIRGINIA NATIONAL BANKSHARES INC	72,005	.27
67 NIAGARA SHARE CORP	70,000	.26
68 PENN MUTUAL LIFE INSURANCE CO	67,515	.25

GENERAL SIGNAL - CONTINUED

	Shares	%
69 NEW ENGLAND MUTUAL LIFE INSUR CO LOOMIS-SAYLES MNGR/FUNDS-COMBINED (67366)	67,366	.25
70 STRICKLAND, HAROLD A JR#	63,947J	.24
71 COLORADO NATIONAL BANKSHARES INC	61,766	.23
72 WESTERN BANCORPORATION<	59,952	.22
73 ROBY, FRANK H#	57,874J	.21
74 NEW YORK CITY COMPTROLLER'S OFFICE	56,700	.21
75 RAINIER BANCORPORATION	56,400	.21
76 COLUMBIA UNIVERSITY	56,200	.21
77 HOSPITAL TRUST CORP	53,847	.20
78 ROBY, FRANK H	50,125X	.18
79 KIMBALL, DAVID T#	47,881J	.18
TOTALS	15,647,237	58.97%

TOP 5 CONTROL 15.08% OF STOCK TOP 15 CONTROL 28.37% OF STOCK
TOP 10 CONTROL 22.41% OF STOCK TOP 20 CONTROL 33.01% OF STOCK

GENERAL TIRE & RUBBER

(SHARES O/S: 23,202,000)

	Shares	%
1 GULF & WESTERN INDUSTRIES INC<	4,524,200	19.49
2 O'NEIL FAMILY INTERESTS* O'NEIL, JOHN & FAMILY (423751) O'NEIL, MICHAEL G FAMILY & ASSOC (462821) O'NEIL, THOMAS F & FAMILY (225316) O'NEIL FAMILY TRUSTS (280445) O'NEIL (W) FOUNDATION (301555) GENERAL TIRE FOUNDATION (56699) PITTENGER, T E (7115)	1,757,702J	7.57
3 FIRST NATIONAL BANK OF AKRON GENERAL TIRE & RUBBER SAL EMPS PROF SHAR RETIR & SAV PL-5732 PCTS (1231205)	1,658,940	7.14
4 DREYFUS CORP*	1,224,000	5.27
5 BATTERYMARCH FINANCIAL MNGT CORP	1,203,320	5.18
6 LORD ABBETT & CO*	839,795	3.61
7 TORRAY, CLARK & CO INC	628,055	2.70
8 WISCONSIN INVESTMENT BOARD	569,298	2.45
9 CAPITAL GROUP INC CAPITAL GUARDIAN TRUST CO (360468)	360,468	1.55
10 THORDIKE DORAN PAINE & LEWIS THORNDIKE-WELLINGTON FUNDS-COMB (311372)	311,372	1.34
11 WASHINGTON DEPT OF RETIREMENT SYSTEMS	298,740	1.28
12 TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (208080)	208,080	.89
13 WESTERN BANCORPORATION<	125,704	.54
14 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	116,000	.49
15 TISCH FAMILY GROUP CNA INSUR COS/FDS-COMBINED (66906)	66,906	.28
16 FIRST PENNSYLVANIA CORP	54,886	.23
17 BERNHARD (ARNOLD) & CO INC* VALUE LINE MNGR/FUNDS-COMBINED (51000)	51,000	.21
TOTALS	13,998,466	60.33%

TOP 5 CONTROL 44.68% OF STOCK TOP 15 CONTROL 59.87% OF STOCK
TOP 10 CONTROL 56.36% OF STOCK TOP 20 CONTROL 60.33% OF STOCK

GEORGIA-PACIFIC

(SHARES O/S: 98,400,000)

	Shares	%
1 GEORGIA-PACIFIC CORP GEORGIA-PACIFIC STOCK BONUS TRUST/INTERNAL (2420156)	2,420,156J	2.45
2 PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (1564922)	1,564,922	1.59
3 BROWN BROS HARRIMAN & CO	1,521,020	1.54
4 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND) BANK OF CALIFORNIA NA (1369262)	1,369,262	1.39
5 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,351,000	1.37
6 WESTERN BANCORPORATION<	1,328,451	1.35
7 ROWE PRICE (T) & ASSOCIATES INC*	1,311,742	1.33
8 CALIFORNIA, UNIVERSITY OF	1,297,494	1.31
9 MORGAN (J P) & CO INC<	1,240,000	1.26
10 MELLON NATIONAL CORP	1,083,977	1.10
11 MANUFACTURERS HANOVER CORP< EDIE (LIONEL D) & CO INC (1060415)	1,060,415	1.07
12 FRUEHAUF, HARVEY C#	1,031,540J	1.04

GEORGIA-PACIFIC - CONTINUED

Principal Stockholders	Shares	%
13 BABSON (DAVID L) & CO INC*	1,011,325	1.02
14 NEW YORK STATE TEACHERS RETIR FUND	989,687	1.00
15 BANKAMERICA CORP<	901,445	.91
16 TEXAS TEACHERS RETIR SYSTEM	875,769	.89
17 CITICORP<	835,238	.84
18 NATIONAL DETROIT CORP	765,302	.77
19 NEW ENGLAND MUTUAL LIFE INSUR CO	657,674	.66
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (657674)		
20 CHEATHAM, JULIAN N#	560,085J	.56
21 FIRST CHICAGO CORP<	528,398	.53
22 CHASE MANHATTAN CORP	520,439	.52
23 BANK OF NEW YORK CO INC	493,961	.50
24 HARRIS BANKCORP INC	489,000	.49
25 BATTERYMARCH FINANCIAL MNGT CORP	488,043	.49
26 DONALDSON LUFKIN & JENRETTE INC<	474,435	.48
27 METROPOLITAN LIFE INSURANCE CO	446,788H	.45
28 FIDELCOR INC	442,008	.44
29 WELLS FARGO & CO	431,088	.43
30 NEW JERSEY DIVISION OF INVESTMENTS	430,000J	.43
31 GENERAL ELECTRIC CO	429,100	.43
GENERAL ELECTRIC PENSION TRUST (429100)		
32 AMERITRUST CO	417,435	.42
33 NEW YORK CITY COMPTROLLER'S OFFICE	411,742	.41
34 CONTINENTAL CORP<	409,532	.41
CONTINENTAL CORP/INSUR COS-COMB (409532)		
35 HARVARD UNIVERSITY	394,607	.40
36 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	388,822H	.39
HARTFORD FIRE INSUR COS-COMBINED (388822)		
37 U S TRUST CORP	384,898	.39
38 SHEARSON LOEB RHOADES INC<	382,858	.38
BOSTON CO INC (382858)		
39 PROVIDENT NATIONAL CORP	368,246	.37
40 LORD ABBETT & CO*	354,568	.36
41 BETHLEHEM STEEL CORP	338,715	.34
BETHLEHEM STEEL CORP PENSION PL (338715)		
42 BANKERS TRUST NEW YORK CORP	335,032	.34
43 MINNESOTA STATE BOARD OF INVESTMENT	327,448G	.33
44 NEW YORK STATE COMMON RETIREMENT FUND	325,000H	.33
45 HELLER (WALTER E) INTERNATIONAL CORP	320,955	.32
AMERICAN NATL BK & TR CO/CHICAGO (320955)		
46 NATIONWIDE MUTUAL INSUR CO	315,679H	.32
NATIONWIDE INSUR COS/FUNDS-COMB (315679)		
47 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	314,381	.31
48 STATE STREET RESEARCH & MANAGEMENT CO*	306,739	.31
49 HOSPITAL TRUST CORP	305,581	.31
50 DUPONT FAMILY INTERESTS	304,234	.30
WILMINGTON TRUST CO (304234)		
51 MASSACHUSETTS FINANCIAL SERVICES INC*	300,000	.30
52 SAROFIM (FAYEZ) & CO	298,029	.30
53 DETROITBANK CORP	275,136	.27
54 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	274,587	.27
55 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	255,099	.25
56 CHEMICAL NEW YORK CORP	252,925	.25
57 STATE FARM MUTL AUTOMOBILE INSUR CO	250,796H	.25
STATE FARM INSUR COS-COMBINED (250796)		
58 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	250,000	.25
59 BOATMENS BANKSHARES INC	245,209	.24
60 ROULSTON & CO INC	236,300	.24
61 NORTHERN TRUST CORP	227,635	.23
62 INSTITUTIONAL CAPITAL CORP	224,200	.22
63 RIGGS NATIONAL BANK	221,418	.22
64 AMERICAN SECURITY CORP (D C)	216,972J	.22
65 MERCANTILE BANKSHARES CORP<	213,938	.21
66 SECURITY PACIFIC CORP<	212,352	.21
67 NEW ENGLAND MERCHANTS CO INC	207,290	.21
68 LINCOLN FIRST BANKS INC	201,113	.20
69 GENERAL REINSURANCE CORP	196,860	.20
70 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	178,811G	.18
71 FLOWERREE, ROBERT E#	178,186J	.18
TOTALS	39,973,092	40.62%

TOP 5 CONTROL 8.36% OF STOCK TOP 15 CONTROL 19.79% OF STOCK
TOP 10 CONTROL 14.72% OF STOCK TOP 20 CONTROL 23.55% OF STOCK

GERBER PRODUCTS

(SHARES O/S: 8,901,000)

Principal Stockholders	Shares	%
1 GERBER FAMILY INTERESTS#	1,418,821J	15.94
GERBER, DANIEL F & FAMILY (508829)		
CUMMINGS, HARRINGTON M & FAMILY (161498)		
FREMONT AREA FOUNDATION (202114)		
OTHER FAMILY MEMBERS (546380)		
2 MATHERS & CO INC* (896800)	936,800	10.52
MATHERS FUND (40000)		
3 UNION BANK & TRUST CO (MICHIGAN)	621,197J	6.97
GERBER PRODUCTS RETIR INVEST PL (621197)		
4 OLD STATE BANK OF FREMONT	439,560F	4.93
5 FMR CORP	345,000	3.87
FIDELITY MNGT & RESEARCH CO* (345000)		
6 NATIONAL DETROIT CORP	290,293	3.26
7 SELIGMAN (J & W) & CO+	241,000	2.70
SELIGMAN/FUNDS-COMBINED (241000)		
8 GERBER BABY FOODS FUND	151,000	1.69
9 CITICORP<	107,800	1.21
10 ARGUS RESEARCH CORP	96,900	1.08
ARGUS INVESTORS COUNSEL INC (96900)		
11 AETNA LIFE & CASUALTY CO	86,800	.97
AETNA INSUR COS/FDS-COMBINED (86800)		
12 UNION INVESTMENT GMBH (WEST GERMANY)	64,300	.72
UNION INVEST FUNDS-COMBINED (64300)		
13 SENTRY INSUR-A MUTUAL CO	55,000	.61
14 INDIANA NATIONAL CORP	52,600	.59
15 HELLER (WALTER E) INTERNATIONAL CORP	49,800	.55
AMERICAN NATL BK & TR CO/CHICAGO (49800)		
16 OLD KENT FINANCIAL CORP	40,812	.45
17 I N C O LTD (CANADA)	40,000	.44
I N C O CAPITAL MANAGEMENT INC (40000)		
18 WRIGHT INVESTORS' SERVICE	38,600	.43
19 HARRIS BANKCORP INC	37,000	.41
20 FRENS, ARTHUR J#	36,008J	.40
21 ALLENDALE GROUP<	35,000	.39
ALLENDALE INSUR COS-COMBINED (35000)		
22 WELLS FARGO & CO	32,900	.36
23 SUERTH, JOHN C#	29,668J	.33
24 MCKINLEY, WILLIAM L#	29,276J	.32
25 FIFTH THIRD BANK	22,350	.25
26 HEAD, FLOYD N#	19,581J	.21
TOTALS	5,318,066	59.74%

TOP 5 CONTROL 42.25% OF STOCK TOP 15 CONTROL 55.68% OF STOCK
TOP 10 CONTROL 52.22% OF STOCK TOP 20 CONTROL 57.85% OF STOCK

GETTY OIL

(SHARES O/S: 82,154,000)

Principal Stockholders	Shares	%
1 GETTY FAMILY INTERESTS#	41,230,428	50.18
GETTY, SARAH C ESTATE (31805088)		
GETTY, J PAUL ESTATE (9320340)		
GETTY, J RONALD (102000)		
HAYS, C LANSING JR (3000)		
2 TICOR	9,322,560	11.34
TITLE INSUR & TRUST CO (9322560)		
3 BANKAMERICA CORP<	1,683,954	2.04
4 MORGAN (J P) & CO INC<	1,302,000	1.58
5 CHASE MANHATTAN CORP<	1,256,124	1.52
GETTY ESOP-6344 PCTS (1256124)		
6 CITICORP<	817,107	.99
7 BANKERS TRUST NEW YORK CORP	815,739	.99
GETTY ESOP-6942 PCTS (187536)		
8 DUPONT FAMILY INTERESTS	530,000	.64
DU PONT (E I) DE NEMOURS & CO INC (530000)		
9 WELLS FARGO & CO	500,099	.60
10 HARRIS BANKCORP INC	450,000	.54
11 BANK OF NEW YORK CO INC	391,782	.47
12 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	380,300	.46
13 HARVARD UNIVERSITY	335,550	.40
14 NEW JERSEY DIVISION OF INVESTMENTS	325,000J	.39
15 KIRBY FAMILY GROUP-ALLEGHANY CORP<	325,000G	.39
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (325000)		
16 MANUFACTURERS HANOVER CORP<	318,444	.38
EDIE (LIONEL D) & CO INC (318444)		
17 NEW YORK STATE TEACHERS RETIR FUND	296,800	.36
18 FIRST CHICAGO CORP<	278,523	.33

GETTY OIL - CONTINUED

Principal Stockholders	Shares	%
19 HELLER (WALTER E) INTERNATIONAL CORP	277,284	.33
AMERICAN NATL BK & TR CO/CHICAGO (277284)		
20 NEW YORK CITY COMPTROLLER'S OFFICE	271,200	.33
21 SAROFIM (FAYEZ) & CO	266,350	.32
22 CONTINENTAL INVESTMENT CORP<	260,000	.31
WADDELL & REED FDS-COMBINED (260000)		
23 ROBECO (HOLLAND)	250,000H	.30
24 MARYLAND STATE RETIREMENT SYSTEMS	250,000	.30
25 MARSH & MCLENNAN COS INC<	234,272	.28
EBERSTADT ASSET MNGT/FDS-COMBINED (234272)		
26 SCHIFF, JOHN M#	217,724F	.26
27 METROPOLITAN LIFE INSURANCE CO	190,540H	.23
28 AETNA LIFE & CASUALTY CO	183,100H	.22
AETNA INSUR COS/FDS-COMBINED (183100)		
29 BATTERYMARCH FINANCIAL MNGT CORP	176,100	.21
30 THORDIKE DORAN PAINE & LEWIS	174,975	.21
THORNDIKE-WELLINGTON FUNDS-COMB (174975)		
31 STUART, HAROLD S#	174,878J	.21
32 JOHN HANCOCK MUTUAL LIFE INSUR CO	174,850	.21
JOHN HANCOCK/FUNDS-COMBINED (174850)		
33 BETHLEHEM STEEL CORP	171,800	.20
BETHLEHEM STEEL CORP PENSION PL (171800)		
34 MIDLAND BANK GROUP< (ENGLAND)	171,794	.20
CROCKER NATIONAL CORP (171794)		
35 MERCANTILE BANCORPORATION INC	164,682	.20
36 FORSTMANN-LEFF ASSOCIATES	164,500	.20
TOTALS	64,333,459	78.30%

TOP 5 CONTROL 66.69% OF STOCK TOP 15 CONTROL 72.62% OF STOCK
TOP 10 CONTROL 70.48% OF STOCK TOP 20 CONTROL 74.38% OF STOCK

GILLETTE

(SHARES O/S 30,167,000)

Principal Stockholders	Shares	%
1 MORGAN (J P) & CO INC<	1,439,000	4.77
GILLETTE EMPS SAV PL/4665 RCT (1401652)		
2 DELAWARE MANAGEMENT CO INC*	1,214,920	4.02
3 NEW JERSEY DIVISION OF INVESTMENTS	880,000J	2.91
4 MARSH & MCLENNAN COS INC<	842,300	2.79
PUTNAM MNGT/FUNDS-COMBINED (842300)		
5 FMR CORP	720,200	2.38
FIDELITY MNGT & RESEARCH CO* (620200)		
FMR/FUNDS-COMBINED (100000)		
6 RUANE CUNNIFF & CO INC	665,237	2.20
7 CENTURY CAPITAL ASSOCIATES	445,400	1.47
8 ROULSTON & CO INC	420,000	1.39
9 ALABAMA BANCORP	397,820	1.31
10 CONNECTICUT GENERAL INSURANCE CORP	388,300	1.28
CONN GENL INSUR COS/FDS-COMBINED (388300)		
11 FIRST BANK SYSTEM INC	373,421	1.23
12 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	364,500	1.20
13 FIRST NATIONAL BOSTON CORP	331,800	1.09
14 TIAA-CREF	277,000	.91
COLLEGE RETIREMENT EQUITIES FUND (277000)		
15 RCS MANAGEMENT CO	265,600	.88
16 AETNA LIFE & CASUALTY CO	191,800H	.63
AETNA INSUR COS/FDS-COMBINED (191800)		
17 SHEARSON LOEB RHOADES INC<	185,762	.61
BOSTON CO INC (185762)		
18 AMERITRUST CO	184,990	.61
19 FIRST MANHATTAN CO	183,258	.60
20 ILLINOIS MUNICIPAL RETIREMENT FUND	150,000	.49
21 WELLS FARGO & CO	149,555	.49
22 HELLER (WALTER E) INTERNATIONAL CORP	134,270	.44
AMERICAN NATL BK & TR CO/CHICAGO (134270)		
23 FIRST TENNESSEE NATIONAL CORP	134,131	.44
24 GRANTHAM MAYO VAN OTTERLOO & CO*	116,200	.38
25 PENN SQUARE MANAGEMENT CORP*	113,000	.37
PENN SQUARE MUTUAL FUND (113000)		
26 UNION CARBIDE CORP	107,100	.35
27 CHEMICAL NEW YORK CORP	105,857	.35
28 BANKERS TRUST NEW YORK CORP	103,869	.34
29 THORDIKE DORAN PAINE & LEWIS	103,500	.34
THORNDIKE-WELLINGTON FUNDS-COMB (103500)		
30 OPPENHEIMER HOLDINGS INC+	101,025	.33
31 STANDISH AYER & WOOD INC*	98,000	.32
32 SHAWMUT CORP	96,680	.32
GILLETTE - CONTINUED		
33 BEA ASSOCIATES INC	96,000	.31
34 UNITED STATES STEEL CORP	95,700	.31
US STEEL & CARNEGIE PENSION TR (95700)		
35 PHIPPS FAMILY INTERESTS	91,400	.30
BESSEMER TRUST CO NA (91400)		
36 BERNHARD (ARNOLD) & CO INC*	89,000	.29
VALUE LINE MNGR/FUNDS-COMBINED (89000)		
37 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	86,720	.28
BANK OF CALIFORNIA NA (86720)		
38 BATTERYMARCH FINANCIAL MNGT CORP	85,200	.28
39 BOATMENS BANKSHARES INC	84,839	.28
40 PROVIDENT NATIONAL CORP<	77,655	.25
41 CONTROL DATA CORP	75,000H	.24
COMMERCIAL CREDIT/INS COS-COMBINED (75000)		
42 BERNSTEIN (SANFORD C) & CO INC	73,050	.24
43 AMERICAN FLETCHER CORP<	71,460	.23
44 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	66,000J	.21
45 ILLINOIS STATE TEACHERS RETIR SYSTEM	65,700J	.21
46 DEAN WITTER REYNOLDS ORGANIZATION INC	62,625	.20
47 BULLOCK (CALVIN) LTD*	60,450	.20
TOTALS	12,465,294	41.32%

TOP 5 CONTROL 16.89% OF STOCK TOP 15 CONTROL 29.91% OF STOCK
TOP 10 CONTROL 24.57% OF STOCK TOP 20 CONTROL 32.88% OF STOCK

GOODRICH (B F)

(SHARES O/S: 16,434,000)

Principal Stockholders	Shares	%
1 CHEMICAL NEW YORK CORP	2,420,821J	14.73
GOODRICH (B F) EMP STOCK PUR & SAVINGS PLAN/INTERNAL (2380821)		
GOODRICH (B F) TRASOP 12500 PCTS (40000)		
2 GULF & WESTERN INDUSTRIES INC<	1,221,000	7.42
3 CAPITAL GROUP INC	542,000	3.29
CAPITAL GUARDIAN TRUST CO (312000)		
CAPITAL RES & MNGT/FUNDS-COMBINED (230000)		
4 MANNING & NAPIER ADVISORS INC	355,137	2.16
5 STATE FARM MUTL AUTOMOBILE INSUR CO	313,000H	1.90
STATE FARM INSUR COS-COMBINED (313000)		
6 TORRAY, CLARK & CO INC	292,300	1.77
7 KIRBY FAMILY GROUP-ALLEGHANY CORP<	250,000	1.52
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (250000)		
8 ALABAMA BANCORP	249,480	1.51
9 AMERICAN HOME PRODUCTS CORP	184,689	1.12
10 PRINCETON UNIVERSITY	175,000F	1.06
11 PENN SQUARE MANAGEMENT CORP*	170,000	1.03
PENN SQUARE MUTUAL FUND (170000)		
12 SAFECO CORP<	166,000	1.01
SAFECO INSUR COS & FDS-COMBINED (166000)		
13 THOMAS, O P#	161,841J	.98
14 BATTERYMARCH FINANCIAL MNGT CORP	149,300	.90
15 SCUDDER STEVENS & CLARK CO*	125,000	.76
16 ROULSTON & CO INC	113,670	.69
17 WELLS FARGO & CO	97,296	.59
18 AMERITRUST CO	95,116	.57
19 ONG, J D#	78,549J	.47
20 NATIONAL CITY CORP	78,000	.47
21 PROVIDENT NATIONAL CORP<	71,166	.43
22 CONTROL DATA CORP	70,500	.42
COMMERCIAL CREDIT/INS COS-COMBINED (70500)		
23 HELLER (WALTER E) INTERNATIONAL CORP	64,880	.39
AMERICAN NATL BK & TR CO/CHICAGO (64880)		
24 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	64,300	.39
ROTHSCHILD CO (64300)		
25 THORDIKE DORAN PAINE & LEWIS	59,792	.36
THORNDIKE-WELLINGTON FUNDS-COMB (59792)		
26 MERRILL LYNCH & CO INC<	50,700	.30
MERRILL LYNCH ASSET MNGT CO INC* (50700)		
27 MARSH & MCLENNAN COS INC<	50,000	.30
PUTNAM MNGT/FUNDS-COMBINED (50000)		
28 WESTERN BANCORPORATION<	45,455	.27
29 VILAS FISCHER ASSOCIATES LTD	45,000	.27
30 FIRST NATIONAL BANK OF AKRON	41,022	.24
31 NEUBERGER & BERMAN+	35,000	.21
NEUBERGER & BER MNGT/FDS-COMBINED (35000)		

GOODRICH - CONTINUED

	Principal Stockholders	Shares	%
32	OREGON PUBLIC EMPLOYEES RETIR SYSTEM	33,500	.20
	TOTALS	7,869,514	47.88%

TOP 5 CONTROL 29.52% OF STOCK TOP 15 CONTROL 41.22% OF STOCK
TOP 10 CONTROL 30.53% OF STOCK TOP 20 CONTROL 44.04% OF STOCK

GOODYEAR TIRE & RUBBER

(SHARES O/S: 71,681,000)

	Principal Stockholders	Shares	%
1	BATTERYMARCH FINANCIAL MNGT CORP	3,652,500	5.09
2	CAPITAL GROUP INC	3,094,600	4.31
	CAPITAL GUARDIAN TRUST CO (1747600)		
	CAPITAL RES & MNGT/FUNDS-COMBINED (1347000)		
3	TIAA-CREF	1,625,000	2.26
	COLLEGE RETIREMENT EQUITIES FUND (1625000)		
4	PIONEER GROUP INC	1,368,350	1.90
	PIONEERING MNGT/FUNDS-COMB		
5	LORD ABBETT & CO*	1,358,705	1.89
6	AMERITRUST CO	1,313,092	1.83
7	CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,134,400	1.58
8	CITICORP<	1,043,544	1.45
9	TEXAS TEACHERS RETIR SYSTEM	993,500	1.38
10	BEA ASSOCIATES INC	796,650	1.11
11	FIRST NATIONAL BOSTON CORP	688,840	.96
12	ALABAMA BANCORP	671,939	.93
13	NEW ENGLAND MUTUAL LIFE INSUR CO	647,744	.90
	LOOMIS-SAYLES MNGR/FUNDS-COMBINED (647744)		
14	THORDIKE DORAN PAINE & LEWIS	560,200	.78
	THORNDIKE-WELLINGTON FUNDS-COMB (560200)		
15	ROULSTON & CO INC	512,284	.71
16	FMR CORP	487,600	.68
	FIDELITY MNGT & RESEARCH CO* (314600)		
	FMR/FUNDS-COMBINED (173000)		
17	CONNECTIQUT GENERAL INSURANCE CORP	485,000	.67
	CONN GENL INSUR COS/FDS-COMBINED (485000)		
18	BANKERS TRUST NEW YORK CORP	472,153	.65
	GOODYEAR SAL ESOP-26400 PCTS (303600)		
19	WESTERN BANCORPORATION<	463,792	.64
20	WELLS FARGO & CO	427,593	.59
21	PROVIDENT NATIONAL CORP<	424,946	.59
22	OREGON PUBLIC EMPLOYEES RETIR SYSTEM	409,100	.57
23	MINNESOTA STATE BOARD OF INVESTMENT	400,500G	.55
24	LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	400,000J	.55
25	TEXAS PERMANENT SCHOOL FUND	392,900	.54
26	BOATMENS BANKSHARES INC	378,689	.52
27	FARMERS GROUP INC<	303,000	.42
	FARMERS GROUP INSUR COS-COMBINED (303000)		
28	FEDERATED INVESTORS INC<	301,700	.42
	FEDERATED RESEARCH CORP*		
	FEDERATED RESEARCH FUNDS-COMBINED (301700		
29	UNITED BANKS OF COLORADO INC	300,450	.41
30	NATIONWIDE MUTUAL INSUR CO	300,000	.41
	NATIONWIDE INSUR COS/FUNDS-COMB (300000)		
31	NEW YORK STATE COMMON RETIREMENT FUND	294,100H	.41
32	CONFEDERATION LIFE INSURANCE CO	287,846H	.40
33	CRUM & FORSTER<	283,600	.39
	CRUM & FORSTER INSUR COS-COMBINED (283600)		
34	MORGAN (J P) & CO INC<	283,000	.39
35	NATIONAL CITY CORP	254,000	.35
36	HELLER (WALTER E) INTERNATIONAL CORP	250,305	.34
	AMERICAN NATL BK & TR CO/CHICAGO (250305)		
37	WAITE & CORRENTI	242,000	.33
38	NATIONAL LIFE INSURANCE CO	240,000	.33
	NATL INSUR COS & SENTINEL FDS (240000)		
39	CAPITAL SUPERVISORS INC	231,292	.32
40	HARTFORD NATIONAL CORP	213,580	.29
41	UNITED SERVICES AUTOMOBILE ASSOC	200,000	.27
	USAA INVESTMENT MNGT CO (200000)		
42	CITY INVESTING CO<	200,000	.27
	HOME INSUR GROUP-COMBINED (200000)		
43	BERNHARD (ARNOLD) & CO INC*	200,000	.27
	VALUE LINE MNGR/FUNDS-COMBINED (200000)		
44	STANFORD UNIVERSITY	194,463G	.27
45	MARSH & MCLENNAN COS INC<	194,400	.27
	PUTNAM MNGT/FUNDS-COMBINED (194400)		
46	CHASE MANHATTAN CORP	188,183	.26
47	FIRST NATIONAL BANK OF AKRON	180,363	.25

GOODYEAR TIRE & RUBBER - CONTINUED

	Principal Stockholders	Shares	%
48	WALL PATTERSON MCGREW & RICHARDS INC	165,050	.23
49	JOHN HANCOCK MUTUAL LIFE INSUR CO	155,200	.21
	JOHN HANCOCK/FUNDS-COMBINED (155200)		
50	JEFFERSON-PILOT CORP<	153,200	.21
51	FIRESTONE TIRE & RUBBER CO	145,000	.20
	FIRESTONE TIRE & RUBBER PEN FUND (145000)		
52	WASHINGTON DEPT OF RETIREMENT SYSTEMS	127,200	.17
	TOTALS	30,091,553	41.97%

TOP 5 CONTROL 15.48% OF STOCK TOP 15 CONTROL 27.14% OF STOCK
TOP 10 CONTROL 22.85% OF STOCK TOP 20 CONTROL 30.40% OF STOCK

GOULD INC

(SHARES O/S: 34,505,000)

	Principal Stockholders	Shares	%
1	FIRST BANK SYSTEM INC	2,424,978	7.02
	GOULD SAV & PROFIT SHARING PL (1506725)		
2	TIAA-CREF	1,133,600	3.28
	COLLEGE RETIREMENT EQUITIES FUND (1133600)		
3	TELEDYNE INC	1,027,352	2.97
	TELEDYNE INSUR COS-COMBINED (1027352)		
4	FMR CORP	799,576	2.31
	FIDELITY MNGT & RESEARCH CO* (586976)		
	FMR/FUNDS-COMBINED (212600)		
5	PRUDENTIAL INSURANCE CO OF AM	772,600	2.23
	PRUDENTIAL INSUR COS/FUNDS-COMB (772600)		
6	NEW JERSEY DIVISION OF INVESTMENTS	518,000J	1.50
7	OHIO STATE TEACHERS RETIR SYSTEM	447,600	1.29
8	CHASE MANHATTAN CORP	318,676	.92
9	MINNESOTA STATE BOARD OF INVESTMENT	305,800G	.88
10	AMERITRUST CO	285,947	.82
11	CAPITAL GROUP INC	285,000	.82
	CAPITAL GUARDIAN TRUST CO (285000)		
12	LORD ABBETT & CO*	282,400	.81
13	UNITED SERVICES AUTOMOBILE ASSOC	275,000H	.79
	USAA LIFE INSURANCE CO (150000)		
	USAA INVESTMENT MNGT CO (125000)		
14	MERCANTILE BANCORPORATION INC	247,105	.71
15	ANDRECOM ADVISORS CORP	238,684	.69
16	BOATMENS BANKSHARES INC	226,995	.65
17	NEW YORK STATE COMMON RETIREMENT FUND	205,000H	.59
18	FIDUCIARY TRUST CO OF NEW YORK	204,200	.59
	FIDUCIARY TRUST/FUNDS-COMBINED (204200)		
19	NATIONAL CITY CORP	172,000	.49
20	SAROFIM (FAYEZ) & CO	170,267	.49
21	AMERICAN GENERAL INSURANCE CO<	164,755	.47
	AMERICAN GENL INSUR CO-COMBINED (164755)		
22	ROBECO (HOLLAND)	150,000H	.43
23	BATTERYMARCH FINANCIAL MNGT CORP	149,581	.43
24	KENNEDY ASSOCIATES INC	148,200	.42
25	NEUBERGER & BERMAN*	130,300	.37
	NEUBERGER & BER MNGT/FDS-COMBINED (130300)		
26	CHEMICAL NEW YORK CORP	128,628	.37
27	MORGAN (J P) & CO INC<	123,000	.35
28	WELLS FARGO & CO	120,123	.34
29	WEZNIAK, FRANK T	101,736A	.29
30	MORGAN STANLEY & CO INC	96,500	.27
31	HELLER (WALTER E) INTERNATIONAL CORP	93,796	.27
	AMERICAN NATL BK & TR CO/CHICAGO (93796)		
32	FOREMAN, HAROLD E JR#	93,240E	.27
33	MALLOY, JOSEPH D	90,518X	.26
34	GRUMMAN CORP	90,000E	.26
35	GRUMMAN CORP	90,000J	.26
36	WOLFSON, WILLIAM & AFFILIATES	86,133X	.24
37	SUTTER HILL VENTURES	86,117A	.24
38	JOHNSON, L	85,562	.24
39	BANKERS TRUST NEW YORK CORP	85,070	.24
40	OPPENHEIMER HOLDINGS INC*	84,230	.24
41	ANDERSON, HARLAN E INTERESTS	82,849X	.24
42	MUSHAM, WILLIAM C#	80,740J	.23
43	NORTHERN TRUST CORP	79,[illegible]4[illegible]	.22
44	CARROLL, DANIEL T#	76,821E	.22
45	NATIONAL SECURITIES & RESEARCH CORP*	71,900	.20
46	YLVISAKER, WILLIAM T#	64,164J	.18
	TOTALS	12,993,885	37.65%

Principal Stockholders	Shares	%

GOULD - CONTINUED

TOP 5 CONTROL 17.84% OF STOCK TOP 15 CONTROL 27.13% OF STOCK
TOP 10 CONTROL 23.28% OF STOCK TOP 20 CONTROL 29.96% OF STOCK

GRACE (W R) & CO

(SHARES O/S: 44,339,000)

1 FLICK FAMILY INTERESTS# (WEST GERMANY)	12,369,760J	27.89
FLICK (F) INDUSTRIEVERWALTUNG (12369460)		
FLICK, FRIEDRICH K (100)		
PAEFGEN, GUNTER M (100)		
2 MORGAN (J P) & CO INC<	2,142,000	4.83
3 HONG KONG & SHANGHAI BANKING CORP	621,809	1.40
MARINE MIDLAND BANKS INC (102676)		
GRACE (W R) EMPS SAVINGS & INVESTMENT PLAN/8738 PCTS (519133)		
4 WISCONSIN INVESTMENT BOARD	536,410	1.20
5 GRACE, J PETER & FAMILY ASSOCIATES#	496,563J	1.11
6 CHASE MANHATTAN CORP	468,285	1.05
7 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	440,000	.99
8 CITICORP<	433,250	.97
9 FIRST BANK SYSTEM INC	415,873	.93
10 FEER, MARK C & ASSOCIATES#	394,544J	.88
11 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	372,200	.83
NEW COURT CAPITAL MNGT INC (372200)		
12 BANKAMERICA CORP<	321,624	.72
13 ROBINSON, LARRY J B & FAMILY ASSOCIATES#	296,302	.66
14 LARKIN, FELIX E & FAMILY#	294,162G	.66
15 CONNECTICUT GENERAL INSURANCE CORP	294,000	.66
CONN GENL INSUR COS/FDS-COMBINED (294000)		
16 CANO, LARRY#	286,447	.64
17 CENTURY CAPITAL ASSOCIATES	286,350	.64
18 TRUST CO OF THE WEST	282,200	.63
T C W ASSET MANAGEMENT CO (282200)		
19 OPPENHEIMER HOLDINGS INC* (181949)	281,949	.63
OPPENHEIMER FUNDS-COMBINED (100000)		
20 SCHRODERS LTD< (ENGLAND)	269,952	.60
SCHRODER MNGR/FUNDS-COMBINED (269952)		
21 PRUDENTIAL INSURANCE CO OF AM	268,700	.60
PRUDENTIAL INSUR COS/FUNDS-COMB (268700)		
22 TRAVELERS CORP<	267,400	.60
TRAVELERS/KEYSTONE FUNDS-COMBINED (267400)		
23 DRY, J ROBERT & FAMILY	257,641J	.58
24 BANKERS TRUST NEW YORK CORP	247,295	.55
25 NATIONAL SECURITIES & RESEARCH CORP*	240,800	.54
NSR ASSET MNGT/FUNDS-COMBINED (240800)		
26 MARSH & MCLENNAN COS INC<	209,100	.47
EBERSTADT ASSET MNGT/FDS-COMBINED (209100)		
27 BEA ASSOCIATES INC	179,800	.40
28 CHEMICAL NEW YORK CORP	174,465	.39
29 WELLS FARGO & CO	172,292	.38
30 WEISS PECK & GREER*	169,100	.38
31 BANKERS LIFE CO	168,775	.38
32 PETERS, ROBERT	156,667	.35
33 FITZGERALD, ANN	156,278	.35
34 HERITAGE WISCONSIN CORP	144,775	.32
35 CAMPBELL ADVISORS INC	143,000	.32
36 HELLER (WALTER E) INTERNATIONAL CORP	140,814	.31
AMERICAN NATL BK & TR CO/CHICAGO (140814)		
37 PHIPPS FAMILY INTERESTS	132,344	.29
BESSEMER TRUST CO NA (132344)		
38 UNITED STATES FIDELITY & GUARANTY CO	124,500	.28
U S FID & GUAR INSUR COS-COMBINED (124500)		
39 NATIONAL LIFE INSURANCE CO	124,000	.27
NATL INSUR COS & SENTINEL FDS (124000)		
40 CONTINENTAL INVESTMENT CORP<	117,900	.26
WADDELL & REED FDS-COMBINED (117900)		
41 CAPITAL GROUP INC	115,000	.25
CAPITAL RES & MNGT/FUNDS-COMBINED (115000)		
42 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	114,600G	.25
43 NORTHERN TRUST CORP	114,197	.25
44 MARSHALL & ILSLEY CORP	111,085	.25
45 ECKELAERT, JACK & FROST, JOHN	106,810	.24
46 ILLINOIS MUNICIPAL RETIREMENT FUND	100,000	.22
47 EMPLOYERS MUTAL LIABILITY INSUR CO-WISCONSIN	100,000	.22
48 HARTFORD NATIONAL CORP	97,502	.21
49 BROWDER, JAMES	96,000	.21
50 BATTERYMARCH FINANCIAL MNGT CORP	88,900	.20
51 NEW YORK CITY COMPTROLLER'S OFFICE	87,400	.19

Principal Stockholders	Shares	%

GRACE - CONTINUED

52 MCLELLAND, CECIL & FAMILY	67,500	.15
TOTALS	26,098,320	58.86%

TOP 5 CONTROL 36.46% OF STOCK TOP 15 CONTROL 44.87% OF STOCK
TOP 10 CONTROL 41.31% OF STOCK TOP 20 CONTROL 48.04% OF STOCK

GREAT NORTHERN NEKOOSA

(SHARES O/S: 15,923,000)

1 BRUNDAGE STORY & ROSE	699,876	4.39
2 CONTINENTAL CORP<	682,500	4.28
CONTINENTAL CORP/INSUR COS-COMB (682500)		
3 CAPITAL GROUP INC	547,900	3.44
CAPITAL GUARDIAN TRUST CO (207900)		
CAPITAL RES & MNGT/FUNDS-COMBINED (340000)		
4 MORGAN (J P) & CO INC< (429000)	479,000	3.00
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (50000)		
5 PIONEER GROUP INC	457,800	2.87
PIONEERING MNGT/FUNDS-COMB		
6 FIDUCIARY TRUST CO OF NEW YORK	406,185	2.55
FIDUCIARY TRUST/FUNDS-COMBINED (406185)		
7 STEIN ROE & FARNHAM*	342,798	2.15
8 CASEY, SAMUEL A & FAMILY ASSOCIATES#	331,071J	2.07
9 PRUDENTIAL INSURANCE CO OF AM	323,900	2.03
PRUDENTIAL INSUR COS/FUNDS-COMB (323900)		
10 FIRST WISCONSIN CORP	316,747	1.98
11 KEMPER FAMILY GROUP	306,200	1.92
KEMPER INSUR COS/FDS-COMBINED (306200)		
12 U S TRUST CORP	285,440	1.79
13 FIRST ATLANTA CORP	251,559	1.57
14 NEUBERGER & BERMAN*	251,200	1.57
NEUBERGER & BER MNGT/FDS-COMBINED (251200)		
15 BETHLEHEM STEEL CORP	245,000	1.53
BETHLEHEM STEEL CORP PENSION PL (245000)		
16 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	207,500	1.30
17 FIRST NATIONAL BANCORP INC	166,350	1.04
18 STANDISH AYER & WOOD INC*	152,867	.96
19 LAZARD FRERES & CO	147,100	.92
20 FMR CORP	137,660	.86
FIDELITY MNGT & RESEARCH CO* (65160)		
FMR/FUNDS-COMBINED (72500)		
21 DREYFUS CORP*	126,800	.79
22 CAPITAL SUPERVISORS INC	110,000	.69
23 TIAA-CREF	108,000	.67
COLLEGE RETIREMENT EQUITIES FUND (108000)		
24 BANKERS TRUST NEW YORK CORP	103,325	.64
25 PINKHAM, THOMAS S	103,020	.64
26 CITIZENS FIDELITY CORP	101,350	.63
27 KENTUCKY STATE RETIREMENT SYSTEM	100,000J	.62
28 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	95,000G	.59
29 WELLS FARGO & CO	91,460	.57
30 IRVING BANK CORP	91,184J	.57
GREAT NORTHERN NEKOOSA ESOP-2769 (91184)		
31 ROBECO (HOLLAND)	85,000H	.53
32 GENERAL REINSURANCE CORP	79,650	.50
33 SWISS REINSURANCE CO (SWITZERLAND)	79,000	.49
34 MERRILL LYNCH & CO INC<	63,000	.39
MERRILL LYNCH ASSET MNGT CO INC* (63000)		
35 MARINE CORP	57,778	.36
MARINE INVESTMENT MNGT INC (57778)		
36 WARBURG (E M) PINCUS & CO INC	56,800	.35
EMW COUNSELLORS INC (56800)		
37 VENEMAN, GERARD E & FAMILY ASSOCIATES#	56,794J	.35
38 BECK MACK & OLIVER	55,564	.34
39 ROCKEFELLER FAMILY INTERESTS	55,000	.34
ROCKEFELLER & CO INC (55000)		
40 THORDIKE DORAN PAINE & LEWIS	54,500	.34
THORNDIKE-WELLINGTON FUNDS-COMB (54500)		
41 PAINE, PETER S#	53,916E	.33
42 STANFORD UNIVERSITY	50,676G	.31
43 FIRST MANHATTAN CO	49,074	.30
44 COLUMBIA UNIVERSITY	41,900	.26
45 SENTRY INSUR-A MUTUAL CO	40,000	.25
46 SCHRODERS LTD< (ENGLAND)	39,520	.24
SCHRODER MNGR/FUNDS-COMBINED (39520)		
47 MARSHALL & ILSLEY CORP	36,895	.23

GREAT NORTHERN NEKOOSA - CONTINUED

Principal Stockholders	Shares	%
48 STARR (C V)-AMERICAN INTERNATIONAL GROUP< AM INTERNL INSUR COS-COMBINED (36000)	36,000	.22
TOTALS	8,759,859	55.01%

TOP 5 CONTROL 18.00% OF STOCK TOP 15 CONTROL 37.22% OF STOCK
TOP 10 CONTROL 28.81% OF STOCK TOP 20 CONTROL 42.32% OF STOCK

GREYHOUND

(SHARES O/S 43,958,000)

Principal Stockholders	Shares	%
1 MATHERS & CO INC* (1187300) MATHERS FUND (680000)	1,867,300	4.24
2 MARSHALL & ILSLEY CORP	376,250	.85
3 MORGAN (J P) & CO INC<	285,000	.64
4 RICHMOND-WASHINGTON CO RICHMOND, FREDERICKSBURG & POTAMIC RAILROAD CO (269322)	269,322	.61
5 FMR CORP FIDELITY MNGT & RESEARCH CO* (250000)	250,000	.56
6 MARSH & MCLENNAN COS INC< PUTNAM MNGT/FUNDS-COMBINED (233400)	233,400	.53
7 AMERICAN GENERAL INSURANCE CO< AMERICAN GENL INSUR CO-COMBINED (136000)	136,000	.30
8 BATTERYMARCH FINANCIAL MNGT CORP	126,000	.28
9 WASHINGTON DEPT OF RETIREMENT SYSTEMS	112,000	.25
10 OPPENHEIMER HOLDINGS INC+	98,000	.22
11 ALLENDALE GROUP< ALLENDALE INSUR COS-COMBINED (90000)	90,000	.20
TOTALS	3,843,272	8.74%

TOP 5 CONTROL 6.93% OF STOCK TOP 15 CONTROL 8.74% OF STOCK
TOP 10 CONTROL 8.53% OF STOCK TOP 20 CONTROL 8.74% OF STOCK

GRUMMAN

(SHARES O/S 9,913,000)

Principal Stockholders	Shares	%
1 BANKERS TRUST NEW YORK CORP GRUMMAN EMP INVEST PL-13496 PCT (3262997)	3,262,997	32.91
2 TRUST CO OF THE WEST T C W ASSET MANAGEMENT CO (705511)	705,511	7.11
3 GRUMMAN CORP PENSION PLAN	525,022	5.29
4 MARSH & MCLENNAN COS INC< PUTNAM MNGT/FUNDS-COMBINED (352400)	352,400	3.55
5 MASSACHUSETTS FINANCIAL SERVICES INC*	194,700	1.96
6 CITICORP<	180,419	1.82
7 MANUFACTURERS LIFE INSUR CO (CANADA)	178,000	1.79
8 FMR CORP FIDELITY MNGT & RESEARCH CO* (175000)	175,000	1.76
9 FLORIDA STATE BOARD OF ADMINISTRATION	149,000	1.50
10 ALGER (FRED) MANAGEMENT INC*	133,700	1.34
11 WELLS FARGO & CO	108,400	1.09
12 FORD FOUNDATION	98,400	.99
13 SCUDDER STEVENS & CLARK CO*	80,077	.80
14 US BANCORP	77,100	.77
15 BROKAW CAPITAL MANAGEMENT CO INC	58,000	.58
16 BIERWIRTH, JOHN C#	46,300	.46
17 GAVIN, JOSEPH G JR#	34,175	.34
18 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (33760)	33,760	.34
19 SHIELDS ASSET MANAGEMENT INC	33,677	.33
20 NATIONAL INVESTMENT SER OF AMERICA INC	30,000	.30
21 LINCOLN NATIONAL CORP< LINCOLN NATIONAL INVESTMENT CO* (28000)	28,000	.28
22 ROSENBERG CAPITAL MANAGEMENT	25,000	.25
23 PROVIDENT NATIONAL CORP< PROVIDENT INSTITUTIONAL MNGT CORP (25000)	25,000	.25
24 SKURLA, GEORGE M#	21,433	.21
TOTALS	6,556,071	66.13%

TOP 5 CONTROL 50.84% OF STOCK TOP 15 CONTROL 63.33% OF STOCK
TOP 10 CONTROL 59.08% OF STOCK TOP 20 CONTROL 65.13% OF STOCK

GULF OIL

(SHARES O/S 195,033,000)

Principal Stockholders	Shares	%
1 MELLON FAMILY INTERESTS# PEARSON, NATHAN W-TRUSTEE (3194938) MELLON (ANDREW W) FOUNDATION (5463709) MELLON (RICHARD KING) FOUNDATION (1690213) SCAIFE (SARAH) FOUNDATION (1634623) WALTON, JAMES W (46064) HIGGINS, JAMES H (2400) MELLON FAMILY-OTHER (11056306)	21,453,630	11.00
2 MELLON NATIONAL CORP GULF SAV-STOCK BONUS PL-22866 (1670000) GULF TRASOP (646815)	4,221,703	2.16
3 PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (3579200)	3,579,200	1.83
4 TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (2883400)	2,883,400	1.47
5 FIRST TULSA BANCORP INC	2,126,751J	1.09
6 SAROFIM (FAYEZ) & CO	1,939,084	.99
7 MANUFACTURERS HANOVER CORP< EDIE (LIONEL D) & CO INC (1784977)	1,784,977	.91
8 CONTINENTAL CORP< CONTINENTAL CORP/INSUR COS-COMB (1481861)	1,481,861	.75
9 CHASE MANHATTAN CORP	1,462,529	.74
10 WARREN (WILLIAM K) FOUNDATION	1,414,697H	.72
11 MORGAN (J P) & CO INC<	1,392,000	.71
12 FORD FOUNDATION	1,324,700	.67
13 FIRST CITY BANCORP OF TEXAS INC	1,181,713	.60
14 WELLS FARGO & CO	1,165,517	.59
15 NEW YORK STATE TEACHERS RETIR FUND	1,020,000	.52
16 LORD ABBETT & CO*	870,300	.44
17 UNITED STATES STEEL CORP US STEEL & CARNEGIE PENSION TR (869500)	869,500	.44
18 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	850,400G	.43
19 EQUITABLE LIFE ASSUR SOCIETY OF US	838,500	.42
20 DUPONT FAMILY INTERESTS DU PONT (E I) DE NEMOURS & CO INC (770000)	770,000	.39
21 MARYLAND STATE RETIREMENT SYSTEMS	713,200	.36
22 ROBECO (HOLLAND)	700,000H	.35
23 PITTSBURGH NATIONAL CORP	697,763	.35
24 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (652161)	652,161	.33
25 MILLER ANDERSON & SHERRERD	630,870	.32
26 AMERITRUST CO	595,831	.30
27 NATIONAL GALLERY OF ART	595,500	.30
28 TEXAS TEACHERS RETIR SYSTEM	589,000	.30
29 PROVIDENT NATIONAL CORP<	587,899	.30
30 GENERAL ELECTRIC CO GENERAL ELECTRIC PENSION TRUST (587000)	587,000	.30
31 MINNESOTA STATE BOARD OF INVESTMENT	580,600G	.29
32 NEW ENGLAND MUTUAL LIFE INSUR CO LOOMIS-SAYLES MNGR/FUNDS-COMBINED (575204)	575,204	.29
33 MASSACHUSETTS FINANCIAL SERVICES INC*	568,500	.29
34 BANKERS TRUST NEW YORK CORP	561,453	.28
35 CHEMICAL NEW YORK CORP	547,465	.28
36 DELAWARE MANAGEMENT CO INC*	526,700	.27
37 U S TRUST CORP	520,885	.26
38 NEUBERGER & BERMAN+ NEUBERGER & BER MNGT FDS-COMBINED (511313)	511,313	.26
39 SHEARSON LOEB RHOADES INC< BOSTON CO INC (511283)	511,283	.26
40 GIRARD CO	506,945	.25
41 THORDIKE DORAN PAINE & LEWIS THORNDIKE-WELLINGTON FUNDS-COMB (504950)	504,950	.25
42 FIDELCOR INC	501,786	.25
43 KIRBY FAMILY GROUP-ALLEGHANY CORP< INVESTORS DIVERSIFIED SER INC* IDS FUNDS-COMBINED (500000)	500,000	.25
44 GEORGIA STATE RETIREMENT SYSTEM	490,000	.25
45 OPPENHEIMER HOLDINGS INC+ OPPENHEIMER FUNDS-COMBINED (485000)	485,000	.24
46 BATTERYMARCH FINANCIAL MNGT CORP	481,898	.24
47 CARTER (AMON G) FOUNDATION	450,000H	.23
48 TEMPLETON (JOHN M) FAMILY INTERESTS TEMPLETON INVEST CNSL LTD* (CAN) (447232)	447,232	.22
49 CAPITAL GROUP INC CAPITAL GUARDIAN TRUST CO (442200)	442,200	.22
50 FIRST SECURITY CORP	427,157	.21
51 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	365,000	.18

GULF OIL - CONTINUED

Principal Stockholders	Shares	%
52 TEXAS PERMANENT SCHOOL FUND	330,900	.16
TOTALS	69,816,157	35.79%

TOP 5 CONTROL 17.56% OF STOCK TOP 15 CONTROL 24.83% OF STOCK
TOP 10 CONTROL 21.71% OF STOCK TOP 20 CONTROL 26.98% OF STOCK

GULF RESOURCES & CHEMICAL

(SHARES O/S 8,846,000)

Principal Stockholders	Shares	%
1 HUNT FAMILY INTERESTS	806,100	9.11
PLACID OIL CO (806100)		
2 KENNEDY ASSOCIATES INC	274,250	3.10
3 GLICKENHAUS & CO	243,400	2.75
4 MANUFACTURERS LIFE INSUR CO (CANADA)	165,000	1.86
5 ALLEN, ROBERT H#	145,172J	1.64
6 CHEMICAL NEW YORK CORP	102,450	1.15
7 HARRIS ASSOCIATES INC*	102,400	1.15
8 HUDSON, EDWARD J	90,000H	1.01
9 CONTINENTAL INVESTMENT CORP<	85,000	.96
UNITED FUNDS MANAGEMENT CORP* (85000)		
10 MORGAN (J P) & CO INC<	66,000	.74
11 NATIONAL SECURITIES & RESEARCH CORP*	57,550	.65
12 DREYFUS CORP*	57,300	.64
13 FIRST PENNSYLVANIA CORP	52,100	.58
14 PROVIDENT NATIONAL CORP<	46,440	.52
15 RIEVESCHL, GEORGE JR#	44,000J	.49
16 WOODRUFF, FRANK G#	42,456J	.47
17 SHERIFF SECURITIES CORP	36,900	.41
18 STEADMAN SECURITY CORP*	30,000	.33
19 GATES RUBBER CO<	30,000	.33
FINANCIAL PROGRAMS INC* (30000)		
20 FIRST INVESTORS CORP*	29,600	.33
21 MINISTERS & MISSIONARIES BENEFIT BOARD	20,000H	.22
TOTALS	2,526,118	28.55%

TOP 5 CONTROL 18.47% OF STOCK TOP 15 CONTROL 26.42% OF STOCK
TOP 10 CONTROL 23.51% OF STOCK TOP 20 CONTROL 28.33% OF STOCK

GULF & WESTERN INDUSTRIES

(SHARES O/S: 73,044,000)

Principal Stockholders	Shares	%
1 LINDNER FAMILY GROUP-AMERICAN FINANCIAL CORP<	6,021,304	8.24
AMERICAN FIN INSUR COS-COMBINED (6021304)		
2 BLUHDORN FAMILY INTERESTS#	3,783,529	5.17
BLUHDORN, CHARLES G & FAMILY (1819634)		
SOUTHWEST HOLDINGS CORP (1963895)		
3 BATTERYMARCH FINANCIAL MNGT CORP	2,052,825	2.81
4 DREYFUS CORP*	1,925,000	2.63
5 FMR CORP	1,657,262	2.26
FIDELITY MNGT & RESEARCH CO* (868625)		
FMR/FUNDS-COMBINED (788637)		
6 GULF & WESTERN INDUSTRIES INC<	1,627,092	2.22
7 F B T BANCORP INC	1,090,090	1.49
8 LEVIEN FAMILY INTERESTS#	1,084,714	1.48
LEVIEN, FRANCIS S & FAMILY (84602)		
LEVIEN ASSOCIATES (1000112)		
9 MORGAN (J P) & CO INC<	870,000	1.19
10 DUNCAN FAMILY & AFFILIATES#	587,543	.80
DUNCAN, JOHN H & FAMILY (587543)		
SOUTHWEST GROWTH MANAGEMENT CO (5722)		
11 TRANSPORT INSURANCE GROUP	559,875H	.76
12 GULF UNITED CORP<	469,625	.64
GULF LIFE INSUR COS-COMBINED (469625)		
13 CONNECTICUT GENERAL INSURANCE CORP	462,125	.63
CONN GENL INSUR COS/FDS-COMBINED (462125)		
14 JUDELSON, DAVID N & FAMILY#	410,903	.56
15 SHIMKIN, LEON	402,520X	.55
16 TISCH FAMILY GROUP	377,300	.51
CNA INSUR COS/FDS-COMBINED (377300)		
17 AMERICAN GENERAL INSURANCE CO<	288,425	.39
AMERICAN GENL INSUR CO-COMBINED (28[illegible]425)		
18 GATES RUBBER CO<	267,750	.36
FINANCIAL PROGRAMS INC* (267750)		
19 ZERBE, HAROLD U#	260,069	.35
20 HELLER (WALTER E) INTERNATIONAL CORP	241,875	.33
AMERICAN NATL BK & TR CO/CHICAGO (241875)		
21 GASTON, DON F#	229,493	.31
22 FORT HILL INVESTORS MANAGEMENT CORP	226,125	.30

GULF & WESTERN - CONTINUED

Principal Stockholders	Shares	%
23 SECURITY BENEFIT LIFE INSURANCE CO	222,025	.30
SECURITY MANAGEMENT CO INC* (222025)		
24 WELLS FARGO & CO	211,488	.28
25 NORTHWEST BANCORPORATION<	207,924	.28
NORTHWESTERN NATL BK MINNEAPOLIS (207924)		
26 PENN SQUARE MANAGEMENT CORP*	200,000	.27
PENN SQUARE MUTUAL FUND (200000)		
27 GOLDMAN SACHS & CO	148,157J	.20
28 DAVIS, MARTIN S & ASSOC#	137,665	.18
TOTALS	26,022,703	35.62%

TOP 5 CONTROL 21.13% OF STOCK TOP 15 CONTROL 31.49% OF STOCK
TOP 10 CONTROL 28.33% OF STOCK TOP 20 CONTROL 33.45% OF STOCK

HAMMERMILL PAPER

(SHARES O/S 7,576,000)

Principal Stockholders	Shares	%
1 ICAHN, CARL C & ASSOCIATES	808,300J	10.66
2 BATTERYMARCH FINANCIAL MNGT CORP	215,100	2.83
3 FORSTMANN-LEFF ASSOCIATES	206,900	2.73
4 SCHRODERS LTD< (ENGLAND)	174,200	2.29
SCHRODER MNGR/FUNDS-COMBINED (174200)		
5 BANKERS LIFE CO	146,300	1.93
6 WESTERN BANCORPORATION<	123,588	1.63
7 ASSOCIATED BANC-CORP	107,800	1.42
8 MORGAN (J P) & CO INC<	100,000	1.31
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (100000)		
9 MC MORGAN & CO	97,000	1.28
10 BANKERS TRUST NEW YORK CORP	85,417	1.12
11 FIRST CHICAGO CORP<	79,562	1.05
12 STEIN ROE & FARNHAM*	59,900	.79
13 MELLON NATIONAL CORP	58,381J	.77
HAMERMILL ST OWNERSHIP PL/2431 (58381)		
14 BERNHARD (ARNOLD) & CO INC*	50,000	.65
VALUE LINE MNGR/FUNDS-COMBINED (50000)		
15 FLA ASSET MANAGEMENT INC	48,800	.64
16 NEW YORK CITY COMPTROLLER'S OFFICE	43,000	.56
17 LESLIE, DONALD S JR#	36,744J	.48
18 DUVAL, ALBERT F#	24,001J	.31
19 HERBOLZHEIMER, FRED JR#	23,150J	.30
20 STOLLEY, JAMES S#	20,707J	.27
21 PHOENIX MUTUAL LIFE INSURANCE CO	20,000	.26
PHOENIX FUNDS-COMBINED (20000)		
22 VOLANAKIS, PETER G#	19,701J	.26
23 SOUTH CAROLINA NATL CORP	17,600	.23
24 FMR CORP	17,500	.23
FMR/FUNDS-COMBINED (17500)		
25 ERIE INSURANCE GROUP	17,500J	.23
26 KILGORE, ROBERT J#	17,000J	.22
27 SOC GESTION ROMINVEST INTERNL FUND S A	16,000J	.21
28 NORTHWEST BANCORPORATION<	15,359	.20
NORTHWESTERN NATL BK MINNEAPOLIS (15359)		
TOTALS	2,649,510	34.97%

TOP 5 CONTROL 20.46% OF STOCK TOP 15 CONTROL 31.16% OF STOCK
TOP 10 CONTROL 27.25% OF STOCK TOP 20 CONTROL 33.11% OF STOCK

HANDY & HARMAN

(SHARES O/S: 13,630,000)

Principal Stockholders	Shares	%
1 BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	2,103,400	15.43
2 SWISS REINSURANCE CO (SWITZERLAND)	924,600	6.78
3 ZILKHA FAMILY INTERESTS#	825,000	6.05
ZILKA, EZRA K & FAMILY (419800)		
ZILKA & SONS INC (62400)		
ZILKHA FOUNDATION (113600)		
OTHER ZILKHA FAMILY MEMBERS (229200)		
4 DREYFUS CORP*	728,800	5.34
5 PIONEER GROUP INC	345,800	2.53
PIONEERING MNGT/FUNDS-COMB		
6 ALGER (FRED) MANAGEMENT INC*	250,500	1.83
7 SAROFIM (FAYEZ) & CO	185,800	1.36
8 TOWNSEND, M WILBUR#	124,320	.91
9 WARBURG (E M) PINCUS & CO INC	108,900	.79
EMW COUNSELLORS INC (108900)		

HANDY & HARMAN - CONTINUED

Principal Stockholders	Shares	%
10 CONNECTICUT NATIONAL BANK	104,348	.76
11 DANIEL, RICHARD N#	90,000	.66
12 SOROS FUND MANAGEMENT INC	73,300	.53
13 MORGAN (J P) & CO INC<	70,000	.51
14 T.N.B. FINANCIAL CORP	62,400	.45
15 FIRST TENNESSEE NATIONAL CORP	48,000	.35
16 LEHMAN BROTHERS KUHN LOEB INC	30,000	.22
17 FIRST CHICAGO CORP<	28,434	.20
18 NEUBERGER & BERMAN+	27,900	.20
NEUBERGER & BER MNGT/FDS-COMBINED (27900)		
19 CARRET, PHILIP L#	23,100	.16
TOTALS	6,154,602	45.15%

TOP 5 CONTROL 36.15% OF STOCK TOP 15 CONTROL 44.35% OF STOCK
TOP 10 CONTROL 41.83% OF STOCK TOP 20 CONTROL 45.15% OF STOCK

HARCOURT BRACE JOVANOVICH

(SHARES O/S 4,374,000)

Principal Stockholders	Shares	%
1 WARNER COMMUNICATIONS INC	280,000	8.68
2 NEUBERGER & BERMAN+	287,350	6.56
NEUBERGER & BER MNGT/FDS-COMBINED (287350)		
3 JOHNSON, WALTER J & FAMILY#	280,561J	6.41
4 SINDELAR, JOSEPH C	122,100C	2.79
5 JOVANOVICH, WILLIAM FAMILY & ASSOCIATES#	120,845J	2.76
6 CITICORP<	82,300	1.88
7 TEXAS TEACHERS RETIR SYSTEM	72,200	1.65
8 GREEN (DAVID J) & CO	62,300	1.42
9 SPARKS, ABBOTT#	55,000	1.25
10 REPUBLIC OF TEXAS CORP<	54,000	1.23
11 MERRILL LYNCH & CO INC<	48,900	1.11
MERRILL LYNCH ASSET MNGT CO INC* (48900)		
12 BULLOCK (CALVIN) LTD*	45,800	1.04
13 MINNESOTA STATE BOARD OF INVESTMENT	45,000G	1.02
14 MELLON NATIONAL CORP	44,000	1.00
15 TOOKER, JOSEPH D JR#	42,485F	.97
16 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	39,783	.90
ROTHSCHILD CO (39783)		
17 CUMBERLAND ASSOCIATES	39,300	.89
18 ROTHSCHILD (L F) UNTERBERG TOWBIN	36,000	.82
19 HELLER (WALTER E) INTERNATIONAL CORP	35,050	.80
AMERICAN NATL BK & TR CO/CHICAGO (35050)		
20 CLAWSON, SPENCER W#	34,000	.77
21 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	33,200	.75
22 WESTERN BANCORPORATION<	33,200	.75
23 CONTINENTAL GROUP INC<	30,000	.68
CONTINENTAL FINL SERVICES CO (30000)		
24 GEORGE, ROBERT J#	26,514Y	.60
25 FIDELITY UNION BANCORP	25,760	.58
26 AGF MANAGEMENT LTD* (CANADA)	24,500J	.56
AGF FUNDS-COMBINED (24500)		
27 WELLS FARGO & CO	24,350	.55
28 OPPENHEIMER HOLDINGS INC+	21,300	.48
29 FIRST PENNSYLVANIA CORP	19,000	.43
30 NEW YORK CITY COMPTROLLER'S OFFICE	18,900	.43
31 COLLENS, LEWIS	17,508	.40
32 AMERICAN FAMILY INSURANCE GROUP	16,200H	.37
33 NEW YORK STATE COMMON RETIREMENT FUND	16,000H	.36
34 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	15,000	.34
35 FIRST INVESTORS CORP*	14,000	.32
36 CRITERON MANAGEMENT CORP	14,000	.32
FUNDS INC* (14000)		
37 AETNA LIFE & CASUALTY CO	13,935H	.31
AETNA INSUR COS/FDS-COMBINED (13935)		
38 GITLIN, PAUL FAMILY & ASSOCIATES#	10,100J	.23
39 CENTRAL SECURITIES CORP	10,000	.22
40 HIBERNIA CORP	9,175	.20
41 SECURITY PACIFIC CORP<	9,138	.20
42 PROVIDENT NATIONAL CORP<	8,773	.20
TOTALS	2,337,527	53.44%

TOP 5 CONTROL 27.22% OF STOCK TOP 15 CONTROL 39.84% OF STOCK
TOP 10 CONTROL 34.67% OF STOCK TOP 20 CONTROL 44.05% OF STOCK

HARNISCHFEGER

(SHARES O/S: 9,890,000)

Principal Stockholders	Shares	%
1 KOBE STEEL LTD (JAPAN)	1,000,000	10.11
2 HARNISCHFEGER, HENRY & ASSOCIATES#	772,799	7.81
3 WISCONSIN INVESTMENT BOARD	430,000	4.34
4 CAPITAL GROUP INC	364,400	3.68
CAPITAL GUARDIAN TRUST CO (364400)		
5 MORGAN (J P) & CO INC<	175,000	1.76
6 FMR CORP	156,200	1.57
FIDELITY MNGT & RESEARCH CO* (156200)		
7 TISCH FAMILY GROUP	50,000	.50
CNA INSUR COS/FDS-COMBINED (50000)		
8 BECK MACK & OLIVER	50,000	.50
9 SMITH COLLEGE	41,300F	.41
10 FIRST WISCONSIN CORP	33,691	.34
11 MEZERA, JAMES A#	28,451	.28
12 VANDERBILT UNIVERSITY	28,000F	.28
13 CARTER, WILLIAM L#	26,835J	.27
14 NATIONAL CITY CORP	25,000	.25
15 TEECE, ROBERT D#	15,786	.15
16 NYGREN, KARL F#	9,864	.09
TOTALS	3,207,326	32.42%

TOP 5 CONTROL 27.72% OF STOCK TOP 15 CONTROL 32.33% OF STOCK
TOP 10 CONTROL 31.07% OF STOCK TOP 20 CONTROL 32.42% OF STOCK

HARRIS CORP

(SHARES O/S: 30,469,000)

Principal Stockholders	Shares	%
1 PRUDENTIAL INSURANCE CO OF AM	1,238,100	4.06
PRUDENTIAL INSUR COS/FUNDS-COMB (1238100)		
2 NATIONAL CITY CORP	867,000	2.84
3 FARINON, WILLIAM B#	738,592	2.42
4 MARSH & MCLENNAN COS INC<	708,950	2.32
EBERSTADT ASSET MNGT/FDS-COMBINED (708950)		
5 WISCONSIN INVESTMENT BOARD	680,800	2.23
6 NEW YORK STATE COMMON RETIREMENT FUND	597,600H	1.96
7 EAGLE MANAGEMENT & TRUST CO	504,100	1.65
8 CHEMICAL NEW YORK CORP	477,505	1.56
9 MANUFACTURERS HANOVER CORP<	475,650	1.56
EDIE (LIONEL D) & CO INC (475650)		
10 BANK OF NEW YORK CO INC	444,220	1.45
11 BANKERS TRUST NEW YORK CORP	424,010	1.39
12 SEARS ROEBUCK & CO	404,700	1.32
SEARS INVEST MNGT-PEN & SAVING PLS (404700)		
13 HARRIS BANKCORP INC	387,000	1.27
14 NEW YORK STATE TEACHERS RETIR FUND	385,200	1.26
15 CONTINENTAL ILLINOIS CORP	322,645	1.05
16 LINCOLN FIRST BANKS INC	313,104	1.02
17 PRINGLE FLINN ELVINS & DONAHUE INC	312,900	1.02
18 MARYLAND STATE RETIREMENT SYSTEMS	280,000	.91
19 NEW JERSEY DIVISION OF INVESTMENTS	275,000J	.90
20 FIRST INTERNATIONAL BANCSHARES INC	274,825	.90
21 CAPITAL SUPERVISORS INC	274,700	.90
22 PROVIDENT NATIONAL CORP<	260,800	.85
23 CENTRAL BANCORP INC	257,948	.84
24 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	235,000	.77
AM INTERNL INSUR COS-COMBINED (235000)		
25 MASSACHUSETTS FINANCIAL SERVICES INC*	225,000	.73
26 SCUDDER STEVENS & CLARK CO*	201,900	.66
27 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	200,000	.65
28 CENTRAN CORP	195,606	.64
29 G S I INC	186,400	.61
PENMARK INVESTMENTS INC (186400)		
30 NATIONAL INVESTMENT SER OF AMERICA INC	184,600	.60
31 DUPONT FAMILY INTERESTS	174,785	.57
DU PONT (E I) DE NEMOURS & CO INC (82300)		
WILMINGTON TRUST CO (92485)		
32 STOLZE, WILLIAM J#	170,542	.55
33 BROWN BROS HARRIMAN & CO	169,950	.55
34 VAUGHAN NELSON & HARGROVE INC	168,120	.55
35 MIDLAND BANK GROUP< (ENGLAND)	167,225	.54
CROCKER NATIONAL CORP (167225)		
36 NEW ENGLAND MUTUAL LIFE INSUR CO	159,050	.52
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (159050)		
37 CITIZENS FIDELITY CORP	151,075	.49
38 WASHINGTON DEPT OF RETIREMENT SYSTEMS	147,600	.48
39 MELLON NATIONAL CORP	145,211	.47
40 NEW ENGLAND MERCHANTS CO INC	142,779	.46

HARRIS - CONTINUED

Principal Stockholders	Shares	%
41 SUN LIFE ASSURANCE CO OF CANADA	141,600	.46
42 WESTERN BANCORPORATION<	141,475	.46
43 CITICORP<	136,700	.44
44 KENTUCKY STATE RETIREMENT SYSTEM	130,000J	.42
45 FIDELCOR INC	129,322	.42
46 PACIFIC MUTUAL LIFE INSURANCE CO	126,200	.41
47 AMERITRUST CO	126,069	.41
48 UNITED STATES FIDELITY & GUARANTY CO	111,800	.36
U S FID & GUAR INSUR COS-COMBINED (111800)		
49 PHIPPS FAMILY INTERESTS	107,824	.35
BESSEMER TRUST CO NA (107824)		
50 WELLS FARGO & CO	105,488	.34
51 OHIO CITIZENS BANCORP	102,984	.33
52 KEMPER FAMILY GROUP	96,800	.31
KEMPER INSUR COS/FDS-COMBINED (96800)		
53 CBT CORP	94,482	.31
54 DONALDSON LUFKIN & JENRETTE INC<	94,084	.30
55 HELLER (WALTER E) INTERNATIONAL CORP	90,200	.29
AMERICAN NATL BK & TR CO/CHICAGO (90200)		
56 BOYD, JOSEPH A & FAMILY#	86,584	.28
57 FIFTH THIRD BANK	83,376	.27
58 TULLIS, RICHARD B & FAMILY#	82,300	.27
59 UTAH STATE RETIREMENT FUND	71,000	.23
60 CRITERON MANAGEMENT CORP	69,350	.22
61 GIRARD CO	66,244	.21
62 FIRST UNION BANCORP	65,055	.21
63 SHEARSON LOEB RHOADES INC<	64,880	.21
SHEARSON MNGR/FUNDS-COMBINED (64880)		
TOTALS	16,254,009	53.34%

TOP 5 CONTROL 13.89% OF STOCK TOP 15 CONTROL 28.40% OF STOCK
TOP 10 CONTROL 22.09% OF STOCK TOP 20 CONTROL 33.18% OF STOCK

HARSCO CORP

(SHARES O/S: 10,067,000)

Principal Stockholders	Shares	%
1 EVANS, THOMAS MELLON FAMILY INTERESTS	464,300	4.61
CRANE CO (464300)		
2 FMR CORP	385,000	3.82
FIDELITY MNGT & RESEARCH CO* (385000)		
3 BATTERYMARCH FINANCIAL MNGT CORP	292,505	2.90
4 DAUPHIN DEPOSIT BK & TRUST CO	189,726	1.88
5 MASSACHUSETTS MUTUAL LIFE INSUR CO	188,800	1.87
MASS MUTUAL INSUR CO/FUNDS-COMB (188800)		
6 DELAWARE MANAGEMENT CO INC*	175,000	1.73
7 BANKERS LIFE CO	173,550	1.72
8 FIRST MANHATTAN CO	168,100	1.66
9 OPPENHEIMER HOLDINGS INC+	148,200	1.47
10 CARR, CAROL P & R MURRAY	104,119J	1.03
11 SIMPSON, JOSEPH T & FAMILY#	90,750J	.90
12 EADS, RALPH	60,840Y	.60
13 FIRST KENTUCKY NATL CORP	60,168	.59
14 LEVINE, GEORGE M & FAMILY#	51,996J	.51
15 WRIGHT INVESTORS' SERVICE	44,900	.44
16 MELLON NATIONAL CORP	43,603	.43
17 MERRILL LYNCH & CO INC<	40,000	.39
MERRILL LYNCH ASSET MNGT CO INC* (40000)		
18 ST PAUL COMPANIES INC<	39,600	.39
ST PAUL INSUR COS/FDS-COMBINED (39600)		
19 BANKERS TRUST NEW YORK CORP	37,958J	.37
HARSCO THRIFT PL/INTERNAL (37958)		
20 AMERITRUST CO	37,953	.37
21 CENTURY BANKS INC (FLORIDA)	36,876	.36
22 BERNSTEIN (SANFORD C) & CO INC	36,700	.36
23 DEERE & CO	36,400	.36
24 FIDELITY UNION BANCORP	34,165	.33
25 BANK OF TOKYO LTD	27,448	.27
26 BURDGE, JEFFREY J & FAMILY#	24,261J	.24
TOTALS	2,992,918	29.72%

TOP 5 CONTROL 15.10% OF STOCK TOP 15 CONTROL 25.80% OF STOCK
TOP 10 CONTROL 22.74% OF STOCK TOP 20 CONTROL 27.78% OF STOCK

HART SCHAFFNER & MARX

(SHARES O/S: 8,402,000)

Principal Stockholders	Shares	%
1 CONTINENTAL ILLINOIS CORP	543,940	6.47
HART SCHAFFNER & MARX SAVINGS-INVESTMENT PLAN-1843 PCTS (438145)		
2 DELAWARE MANAGEMENT CO INC*	431,600	5.13
3 MATHERS & CO INC* (232000)	332,000	3.95
MATHERS FUND (100000)		
4 CAPITAL GROUP INC	310,000	3.68
CAPITAL RES & MNGT/FUNDS-COMBINED (310000)		
5 AMERICAN GENERAL INSURANCE CO<	278,900	3.31
AMERICAN GENL INSUR CO-COMBINED (228900)		
AMERICAN GENERAL FDS-COMBINED (50000)		
6 FIRST CHICAGO CORP<	177,760	2.11
7 BATTERYMARCH FINANCIAL MNGT CORP	132,000	1.57
8 RUBY, BURTON B#	131,309J	1.56
9 SCHLESINGER, ELMER#	105,300J	1.25
10 GRAY, JOHN D#	101,333J	1.20
11 GULF & WESTERN INDUSTRIES INC<	100,000	1.19
12 LYKES FAMILY INTERESTS	98,693	1.17
FIRST NATIONAL BK IN PALM BEACH (98693)		
13 HICKEY, WALTER B D SR#	89,873C	1.06
14 CAPITAL SUPERVISORS INC	80,000	.95
15 MINNESOTA MUTUAL LIFE INSUR CO	75,600	.89
16 UNION INVESTMENT GMBH (WEST GERMANY)	72,000	.85
UNION INVEST FUNDS-COMBINED (72000)		
17 GORE, JEROME S#	71,204J	.84
18 LINDNER FAMILY GROUP-AMERICAN FINANCIAL CORP<	70,000	.83
AMERICAN FIN INSUR COS-COMBINED (70000)		
19 HELLER (WALTER E) INTERNATIONAL CORP	52,285	.62
AMERICAN NATL BK & TR CO/CHICAGO (52285)		
20 SECURITY NEW YORK STATE CORP	42,091J	.50
21 MEINERT, JOHN R#	38,066J	.45
22 LINCOLN NATIONAL CORP<	34,758	.41
LINCOLN NATL INSUR/FDS-COMBINED (34758)		
23 ST PAUL COMPANIES INC<	30,400	.36
ST PAUL INSUR COS/FDS-COMBINED (30400)		
24 MONARCH CAPITAL CORP	30,000	.35
MONARCH INSUR COS/FUNDS-COMBINED (30000)		
25 WELLS FARGO & CO	28,400	.33
26 NORTHERN TRUST CORP	27,815	.33
27 STANFORD UNIVERSITY	27,700G	.32
28 CRITERON MANAGEMENT CORP	25,000	.29
FUNDS INC* (25000)		
29 VANDERBILT UNIVERSITY	21,000F	.24
30 MANUFACTURERS HANOVER CORP<	20,000	.23
EDIE (LIONEL D) & CO INC (20000)		
31 GARTMORE INVESTMENT LTD	20,000	.23
32 BENEFICIAL STANDARD CORP	20,000H	.23
33 STEIN ROE & FARNHAM*	19,188	.22
34 DOMINION BANKSHARES CORP	18,500	.22
FIRST NATL EXCHANGE BK OF VIR (18500)		
TOTALS	3,656,715	43.52%

TOP 5 CONTROL 22.57% OF STOCK TOP 15 CONTROL 35.56% OF STOCK
TOP 10 CONTROL 30.28% OF STOCK TOP 20 CONTROL 39.22% OF STOCK

HEILEMAN (G) BREWING

(SHARES O/S: 8,665,000)

Principal Stockholders	Shares	%
1 DONALDSON LUFKIN & JENRETTE INC<	1,480,000	17.08
2 DELAWARE MANAGEMENT CO INC*	170,500	1.96
3 CLEARY, RUSSELL G#	143,784J	1.65
4 GOES FAMILY INTERESTS#	125,400J	1.44
GOES, C B JR (102900)		
GOES LITHOGRAPHING CO (22500)		
5 COMMONWEALTH EDISON CO	73,000	.84
6 NORTHWEST BANCORPORATION<	53,820	.62
HEILMAN BREWING ESOP & TR-790 PCT (23873)		
7 NEUBERGER & BERMAN+	52,675	.60
NEUBERGER & BER MNGT/FDS-COMBINED (52675)		
8 ROSENBERG CAPITAL MANAGEMENT	39,400	.45
9 ALGER (FRED) MANAGEMENT INC*	38,200	.44
10 DEAN WITTER REYNOLDS ORGANIZATION INC	37,425	.43
11 GJERDE, LYNDEN K#	32,062G	.37
12 LINCOLN NATIONAL CORP<	30,000	.34
LINCOLN NATIONAL INVESTMENT CO* (30000)		
13 NORTHERN TRUST CORP	28,825	.33
14 MACKAY-SHIELDS FINANCIAL CORP	27,525	.31

HEILEMAN BREWING - CONTINUED

Principal Stockholders	Shares	%
15 WESTERN BANCORPORATION<	27,448	.31
16 BANK OF NEW YORK CO INC	25,000	.28
17 SLEIK, JOHN T JR#	20,550J	.23
18 PEDACE, JOHN S#	18,000J	.20
TOTALS	2,423,614	27.97%

TOP 5 CONTROL 22.99% OF STOCK TOP 15 CONTROL 27.23% OF STOCK
TOP 10 CONTROL 25.55% OF STOCK TOP 20 CONTROL 27.97% OF STOCK

HEINZ (H J)

(SHARES O/S 22,389,000)

Principal Stockholders	Shares	%
1 HEINZ FAMILY INTERESTS# HEINZ, HENRY J 2ND (665616) HEINZ (HOWARD) ENDOWMENT (1735936) FAMILY TRUSTS (1730394)	4,131,946	18.45
2 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	890,550	3.97
3 TELEDYNE INC TELEDYNE INSUR COS-COMBINED (778500)	778,500	3.47
4 MELLON NATIONAL CORP	774,084	3.45
5 BATTERYMARCH FINANCIAL MNGT CORP	557,400	2.48
6 DUPONT FAMILY INTERESTS DU PONT (E I) DE NEMOURS & CO INC (525000)	525,000	2.34
7 EQUITABLE LIFE ASSUR SOCIETY OF US	516,900	2.30
8 NEW JERSEY DIVISION OF INVESTMENTS	510,000J	2.27
9 LAZARD FRERES & CO	421,015	1.88
10 CAPITAL GROUP INC CAPITAL GUARDIAN TRUST CO (190600) CAPITAL RES & MNGT/FUNDS-COMBINED (220000)	410,600	1.83
11 TEXAS PERMANENT SCHOOL FUND	362,400	1.61
12 BOGDANOVICH, JOSEPH J#	318,985	1.42
13 BETHLEHEM STEEL CORP BETHLEHEM STEEL CORP PENSION PL (309000)	309,000	1.38
14 OHIO STATE TEACHERS RETIR SYSTEM	295,250	1.31
15 GENERAL ELECTRIC CO GENERAL ELECTRIC PENSION TRUST (286000)	286,000	1.27
16 BANKERS TRUST NEW YORK CORP HEINZ (H J) EMP SAV PL-1843 PCTS (178811)	284,101	1.26
17 UNITED STATES STEEL CORP US STEEL & CARNEGIE PENSION TR (193550)	193,550	.86
18 THORDIKE DORAN PAINE & LEWIS THORNDIKE-WELLINGTON FUNDS-COMB (155700)	155,700	.69
19 NATIONAL CITY CORP	155,000	.69
20 TISCH FAMILY GROUP CNA INSUR COS/FDS-COMBINED (143000)	143,000	.63
21 FIDUCIARY TRUST CO OF NEW YORK FIDUCIARY TRUST/FUNDS-COMBINED (125110)	125,110	.55
22 MIDLAND BANK GROUP< (ENGLAND) CROCKER NATIONAL CORP (112650)	112,650	.50
23 NEW ENGLAND MUTUAL LIFE INSUR CO LOOMIS-SAYLES MNGR/FUNDS-COMBINED (106300)	106,300	.47
24 MC MORGAN & CO	103,800	.46
25 ILLINOIS MUNICIPAL RETIREMENT FUND	100,000	.44
26 WESTERN BANCORPORATION<	98,282	.43
27 MANUFACTURERS NATIONAL CORP	93,681	.41
28 WELLS FARGO & CO	92,661	.41
29 CHEMICAL NEW YORK CORP	91,372	.40
30 AMERICAN FAMILY INSURANCE GROUP	88,000H	.39
31 NORTHERN TRUST CORP	87,100	.38
32 GRUMMAN CORP	84,900J	.37
33 MANUFACTURERS HANOVER CORP< EDIE (LIONEL D) & CO INC (84375)	84,375	.37
34 MUTUAL LIFE ASSURANCE CO OF CANADA	75,750H	.33
35 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	74,100	.33
36 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (70300)	70,300	.31
37 SECURITY PACIFIC CORP<	68,371	.30
38 AMERICAN SECURITY CORP (D C)	66,326J	.29
39 PROVIDENT LIFE & ACCIDENT INSUR CO	65,050	.29
40 GATES RUBBER CO< FINANCIAL PROGRAMS INC* (65000)	65,000	.29
41 LIBERTY NATIONAL CORP LIBERTY NATL BK & TR CO OF OAKL (61125)	61,125	.27
42 GOOKIN, R BURT#	60,581	.27
43 FIRST SECURITY CORP	57,080	.25
44 UNION NATIONAL BK OF PITTSBURGH	55,315	.24
45 PITTSBURGH NATIONAL CORP	53,080	.23
46 OREILLY, ANTHONY J F#	52,766	.23
47 SAFECO CORP< SAFECO INSUR COS & FDS-COMBINED (51000)	51,000	.22
48 CANADA LIFE ASSURANCE CO	49,000H	.21
49 ILLINOIS AGRICULTURAL ASSOCIATION COUNTRY INSUR COS-COMBINED (48600)	48,600H	.21
50 NATIONAL DETROIT CORP	47,664	.21
51 NORTHEAST BANCORP INC (CONN)	46,457	.20
52 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	44,850G	.20
TOTALS	14,399,627	64.31%

TOP 5 CONTROL 31.85% OF STOCK TOP 15 CONTROL 49.52% OF STOCK
TOP 10 CONTROL 42.50% OF STOCK TOP 20 CONTROL 53.68% OF STOCK

HERCULES

(SHARES O/S: 42,383,000)

Principal Stockholders	Shares	%
1 DELEWARE TRUST CO HERCULES EMP SAV PL/10928 PCTS (2890536)	4,087,681	9.64
2 STATE FARM MUTL AUTOMOBILE INSUR CO STATE FARM INVESTMENT MNGT CORP* (258500) STATE FARM INSUR COS-COMBINED (1663600)	1,922,100H	4.53
3 MORGAN (J P) & CO INC<	1,864,000	4.39
4 TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (1100000)	1,100,000	2.59
5 PIONEER GROUP INC PIONEERING MNGT/FUNDS-COMB	867,200	2.04
6 MANUFACTURERS HANOVER CORP< EDIE (LIONEL D) & CO INC (766150)	766,150	1.80
7 DUPONT FAMILY INTERESTS WILMINGTON TRUST CO (762997)	762,997	1.80
8 NEW YORK STATE TEACHERS RETIR FUND	712,200	1.68
9 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND) BANK OF CALIFORNIA NA (652053)	652,053	1.53
10 CALIFORNIA, UNIVERSITY OF	639,841	1.50
11 FMR CORP FMR/FUNDS-COMBINED (635000)	635,000	1.49
12 CITICORP<	625,315	1.47
13 MARSH & MCLENNAN COS INC< EBERSTADT ASSET MNGT/FDS-COMBINED (541900)	541,900	1.27
14 PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (501200)	501,200	1.18
15 CITY INVESTING CO< HOME INSUR GROUP-COMBINED (500000)	500,000	1.17
16 BANKERS TRUST NEW YORK CORP	387,720	.91
17 SEARS ROEBUCK & CO ALLSTATE INSUR COS/FDS-COMBINED (387400)	387,400	.91
18 UNITED STATES STEEL CORP US STEEL & CARNEGIE PENSION TR (383100)	383,100	.90
19 CONTINENTAL CORP< CONTINENTAL CORP/INSUR COS-COMB (352000)	352,000	.83
20 OHIO STATE TEACHERS RETIR SYSTEM	341,500	.80
21 MINNESOTA STATE BOARD OF INVESTMENT	288,500G	.68
22 STATE MTL LIFE ASSUR CO OF AMERICA STATE MTL LIFE INSUR/FDS-COMBINED (243800)	243,800	.57
23 SMOOT KNOCHE & CO	237,100	.55
24 HARTFORD NATIONAL CORP	204,898	.48
25 FIRST NATIONAL BOSTON CORP	204,773	.48
26 CAPITAL GROUP INC CAPITAL RES & MNGT/FUNDS-COMBINED (190000)	190,000	.44
27 WELLS FARGO & CO	188,680	.44
28 GIRARD CO	186,526	.44
29 CHEMICAL NEW YORK CORP	174,251	.41
30 UTAH STATE RETIREMENT FUND	170,000	.40
31 FIRST ATLANTA CORP	163,884	.38
32 NEW YORK LIFE INSURANCE CO	158,600	.37
33 DELAWARE MANAGEMENT CO INC*	155,000	.36
34 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (154150)	154,150	.36
35 DREXEL BURNHAM LAMBERT GROUP INC	153,014J	.36
36 AMERICAN NATIONAL FINANCIAL CORP< AMER NATL INSUR COS/FDS-COMBINED (150000)	150,000H	.35
37 BANK OF NEW YORK CO INC	142,805	.33
38 BANK OF DELAWARE	140,253	.33
39 CHASE MANHATTAN CORP	135,012	.32
40 DETROITBANK CORP	133,255	.31

HERCULES - CONTINUED

Principal Stockholders	Shares	%
41 SELIGMAN (J & W) & CO+	130,500	.30
SELIGMAN/FUNDS-COMBINED (130500)		
42 CONFEDERATION LIFE INSURANCE CO	128,310H	.30
43 FORD FOUNDATION	124,800	.29
44 BOATMENS BANKSHARES INC	109,240	.25
45 WACHOVIA CORP	93,126	.21
46 HARRIS BANKCORP INC	89,000	.20
47 BATTERYMARCH FINANCIAL MNGT CORP	88,100	.20
48 COLUMBIA UNIVERSITY	87,500	.20
49 DREYFUS CORP*	85,000	.20
TOTALS	22,543,434	53.18%

TOP 5 CONTROL 23.21% OF STOCK   TOP 15 CONTROL 38.17% OF STOCK
TOP 10 CONTROL 31.55% OF STOCK   TOP 20 CONTROL 42.53% OF STOCK

HERSHEY FOODS

(SHARES O/S: 14,159,000)

Principal Stockholders	Shares	%
1 HERSHEY (MILTON) SCHOOL & SCHOOL TRUST	7,956,272J	56.19
2 PIONEER GROUP INC	411,500	2.90
PIONEERING MNGT/FUNDS-COMB		
3 PROVIDENT NATIONAL CORP<	276,942	1.95
4 FMR CORP	194,000	1.37
FIDELITY MNGT & RESEARCH CO* (194000)		
5 YOUNG MENS CHRISTIAN ASSOC RETIR FUND	107,900	.76
6 DELAWARE MANAGEMENT CO INC*	100,400	.70
7 GRANTHAM MAYO VAN OTTERLOO & CO*	78,400	.55
8 HELLER (WALTER E) INTERNATIONAL CORP	56,205	.39
AMERICAN NATL BK & TR CO/CHICAGO (56205)		
9 WELLS FARGO & CO	52,700	.37
10 SMYLIE, CHARLES#	47,172J	.33
11 SHUFRO ROSE & EHRMAN	41,180	.29
12 COMMONWEALTH NATIONAL BANK	34,816	.24
13 HILL SAMUEL GROUP LTD<	30,000	.21
HILL SAMUEL UNIT TRUST MANAGER LTD (30000)		
14 DAUPHIN DEPOSIT BK & TRUST CO	28,584	.20
15 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	25,300J	.17
TOTALS	9,441,371	66.68%

TOP 5 CONTROL 63.18% OF STOCK   TOP 15 CONTROL 66.68% OF STOCK
TOP 10 CONTROL 65.55% OF STOCK   TOP 20 CONTROL 66.68% OF STOCK

HEUBLEIN

(SHARES O/S: 21,247,000)

Principal Stockholders	Shares	%
1 CBT CORP	1,568,215	7.38
HEUBLEIN DEFERRED COMP PL (370156)		
2 DELAWARE MANAGEMENT CO INC*	950,300	4.47
3 HEUBLEIN FAMILY & ASSOCIATES#	901,925	4.24
MARTIN, JOHN G FAMILY & ASSOCIATES (901921)		
4 DUPONT FAMILY INTERESTS	800,000	3.76
DU PONT (E I) DE NEMOURS & CO INC (800000)		
5 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	750,000	3.52
6 BANKAMERICA CORP<	708,473	3.33
7 FIRST CHICAGO CORP<	698,953	3.28
8 TRESCHER, ROBERT L & ASSOCIATES#	628,935	2.96
9 GENERAL ELECTRIC CO	466,900	2.19
GENERAL ELECTRIC PENSION TRUST (466900)		
10 AETNA LIFE & CASUALTY CO	375,050H	1.76
AETNA INSUR COS/FDS-COMBINED (375050)		
11 HARTFORD NATIONAL CORP	354,491	1.66
12 NEW YORK STATE COMMON RETIREMENT FUND	351,000H	1.65
13 JOHN HANCOCK MUTUAL LIFE INSUR CO	343,200	1.61
JOHN HANCOCK/FUNDS-COMBINED (343200)		
14 NEW ENGLAND MUTUAL LIFE INSUR CO	325,853	1.53
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (325853)		
15 PROVIDENT NATIONAL CORP<	321,000	1.51
16 CONTINENTAL ILLINOIS CORP	294,850	1.38
17 DREYFUS CORP*	287,500	1.35
18 FMR CORP	230,000	1.08
FMR/FUNDS-COMBINED (230000)		
19 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	219,600	1.03
20 HAMM, EDWARD H & FAMILY ASSOCIATES#	217,813	1.02
21 KIRBY FAMILY GROUP-ALLEGHANY CORP<	216,500	1.01
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (216500)		

HEUBLEIN - CONTINUED

Principal Stockholders	Shares	%
22 FLORIDA STATE BOARD OF ADMINISTRATION	175,000	.82
23 BANKERS TRUST NEW YORK CORP	161,370	.75
24 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	149,000	.70
25 NATIONAL LIFE INSURANCE CO	147,500	.69
NATL INSUR COS & SENTINEL FDS (147500)		
26 WATSON, STUART D & FAMILY#	144,068	.67
27 MILLIGAN, ARTHUR A FAMILY & ASSOCIATES#	134,246	.63
28 WRIGHT INVESTORS' SERVICE	122,641	.57
29 HARRIS BANKCORP INC	122,000	.57
30 WALDRON, HICKS B#	118,579	.55
31 DETROITBANK CORP	110,550	.52
32 MORGAN (J P) & CO INC<	109,000	.51
33 NORTHWEST BANCORPORATION<	103,164	.48
NORTHWESTERN NATL BK MINNEAPOLIS (103164)		
34 NEW YORK CITY COMPTROLLER'S OFFICE	101,000	.47
35 CRITERON MANAGEMENT CORP	100,420	.47
36 NEVADA PUBLIC EMPLOYEES RETIR SYSTEM	100,000	.47
37 FIRST BANK SYSTEM INC	96,954	.45
38 ROBECO (HOLLAND)	90,000H	.42
39 WELLS FARGO & CO	86,400	.40
40 HELLER (WALTER E) INTERNATIONAL CORP	85,803	.40
AMERICAN NATL BK & TR CO/CHICAGO (85803)		
41 HARMAN, LEON W & FAMILY#	84,420	.39
42 AMERICAN GENERAL INSURANCE CO<	80,000	.37
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (80000)		
43 PIEDMONT MANAGEMENT CO INC<	79,700	.37
LEXINGTON MANAGEMENT CORP* (79700)		
44 CARRIUOLO, CHRISTOPHER W#	76,153	.35
45 CHASE MANHATTAN CORP	73,957	.34
46 WASHINGTON DEPT OF RETIREMENT SYSTEMS	72,000	.33
47 ROYAL TRUST CO (CANADA)	60,000	.28
ROYAL TRUST FDS-COMBINED (60000)		
48 ROCKEFELLER FAMILY INTERESTS	60,000J	.28
ROCKEFELLER FOUNDATION (60000)		
49 OHIO POLICE & FIREMEN'S DISABILITY & PEN FD	55,000	.25
50 COLORADO NATIONAL BANKSHARES INC	49,850	.23
51 COLE YEAGER & WOOD INC	49,151	.23
52 AMERITRUST CO	46,787	.22
53 NATIONAL CITY CORP	45,000	.21
54 HILL SAMUEL GROUP LTD<	44,500	.20
HILL SAMUEL UNIT TRUST MANAGER LTD (44500)		
55 FORSTMANN-LEFF ASSOCIATES	43,200	.20
TOTALS	14,187,971	66.77%

TOP 5 CONTROL 23.39% OF STOCK   TOP 15 CONTROL 44.92% OF STOCK
TOP 10 CONTROL 36.94% OF STOCK   TOP 20 CONTROL 50.80% OF STOCK

HEWLETT-PACKARD

(SHARES O/S: 58,907,000)

Principal Stockholders	Shares	%
1 PACKARD FAMILY INTERESTS#	12,365,502J	20.99
PACKARD, DAVID (12280502)		
PACKARD (DAVID & LUCILE) FOUND (85000)		
2 HEWLETT, WILLIAM R FAMILY INTERESTS#	10,029,821J	17.02
HEWLETT, WILLIAM R (5881094)		
HEWLETT, ESTATE OF FLORA L (2658035)		
HEWLETT (WILLIAM AND FLORA) FOUND (816310)		
HEWLETT FAMILY TRUSTS (657890)		
VAN BRONKHORST, EDWIN E (13342)		
BROWN, ROBERT M (3150)		
3 WELLS FARGO & CO	2,638,377	4.47
4 CITICORP<	1,297,492	2.20
5 JENNISON ASSOCIATES CAPITAL CORP	1,234,900	2.09
6 MARSH & MCLENNAN COS INC<	1,174,750	1.99
PUTNAM MNGT/FUNDS-COMBINED (997600)		
EBERSTADT ASSET MNGT/FDS-COMBINED (177150)		
7 STATE STREET RESEARCH & MANAGEMENT CO*	1,120,100	1.90
8 MIDLAND BANK GROUP< (ENGLAND)	974,815	1.65
CROCKER NATIONAL CORP (974815)		
9 TIAA-CREF	925,600	1.57
COLLEGE RETIREMENT EQUITIES FUND (925600)		
10 MELLON NATIONAL CORP	871,121	1.47
11 MORGAN (J P) & CO INC<	829,000	1.40
12 PRUDENTIAL INSURANCE CO OF AM	751,600	1.27
PRUDENTIAL INSUR COS/FUNDS-COMB (751600)		
13 ROWE PRICE (T) & ASSOCIATES INC*	722,900	1.22

Principal Stockholders	Shares	%
HEWLETT-PACKARD - CONTINUED		
14 EQUITABLE LIFE ASSUR SOCIETY OF US	675,500	1.14
15 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	655,850	1.11
BANK OF CALIFORNIA NA (655850)		
16 CALIFORNIA, UNIVERSITY OF	607,526	1.03
17 FIRST NATIONAL BOSTON CORP	607,105	1.03
18 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	600,000	1.01
19 SELIGMAN (J & W) & CO+	553,600	.93
SELIGMAN/FUNDS-COMBINED (553600)		
20 NEW ENGLAND MUTUAL LIFE INSUR CO	462,780	.78
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (462780)		
21 OHIO STATE TEACHERS RETIR SYSTEM	442,200	.75
22 BANK OF NEW YORK CO INC	433,945	.73
23 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	372,600	.63
24 BABSON (DAVID L) & CO INC*	321,825	.54
25 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	297,200	.50
26 BANKAMERICA CORP<	291,402	.49
27 SCUDDER STEVENS & CLARK CO*	284,549	.48
28 GEORGIA STATE RETIREMENT SYSTEM	274,000	.46
29 MOSLEY, FRANCIS L*	252,188J	.42
30 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	243,600	.41
31 KIRBY FAMILY GROUP-ALLEGHANY CORP<	225,000	.38
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (225000)		
32 BANKERS TRUST NEW YORK CORP	223,890	.38
33 SEARS ROEBUCK & CO	217,400	.36
ALLSTATE INSUR COS/FDS-COMBINED (217400)		
34 KEMPER FAMILY GROUP	216,350	.36
KEMPER INSUR COS/FDS-COMBINED (216350)		
35 NORTHERN TRUST CORP	212,467	.36
36 HELLER (WALTER E) INTERNATIONAL CORP	206,904	.35
AMERICAN NATL BK & TR CO/CHICAGO (206904)		
37 NATIONAL CITY CORP	203,000	.34
38 GENERAL ELECTRIC CO	200,000	.33
GENERAL ELECTRIC PENSION TRUST (200000)		
39 MASSACHUSETTS FINANCIAL SERVICES INC*	200,000	.33
40 NATIONAL INVESTMENT SER OF AMERICA INC	174,670	.29
41 UNITED STATES FIDELITY & GUARANTY CO	171,400	.29
U S FID & GUAR INSUR COS-COMBINED (171400)		
42 AMERICAN EXPRESS CO<	170,800	.28
AMERICAN EXP INSUR COS-COMBINED (170800)		
43 BRISTOL, JOHN W INTERESTS	170,265	.28
BRISTOL (JOHN W) & CO INC (170265)		
44 BETHLEHEM STEEL CORP	170,000	.28
BETHLEHEM STEEL CORP PENSION PL (170000)		
45 STATE FARM MUTL AUTOMOBILE INSUR CO	170,000H	.28
STATE FARM INSUR COS-COMBINED (170000)		
46 ROCKEFELLER FAMILY INTERESTS	163,600J	.27
ROCKEFELLER FOUNDATION (163600)		
47 PROVIDENT NATIONAL CORP<	163,125	.27
48 CHASE MANHATTAN CORP	160,639	.27
49 MANUFACTURERS HANOVER CORP<	159,223	.27
50 MARYLAND STATE RETIREMENT SYSTEMS	156,200	.26
51 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	152,000	.25
AM INTERNL INSUR COS-COMBINED (152000)		
52 FIRST UNION BANCORP	150,656	.25
53 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	150,000	.25
54 STEIN ROE & FARNHAM*	146,610	.24
55 STATE STREET BOSTON CORP	142,856	.24
56 NEW YORK CITY COMPTROLLER'S OFFICE	141,800	.24
57 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	132,400G	.22
58 STANFORD UNIVERSITY	131,152G	.22
59 BATTERYMARCH FINANCIAL MNGT CORP	131,000	.22
60 CONNECTICUT GENERAL INSURANCE CORP	128,300	.21
CONN GENL INSUR COS/FDS-COMBINED (128300)		
61 DONALDSON LUFKIN & JENRETTE INC<	126,500	.21
62 JOHN HANCOCK MUTUAL LIFE INSUR CO	124,300	.21
JOHN HANCOCK/FUNDS-COMBINED (124300)		
63 EXXON CORP	122,800	.20
64 TEXAS TEACHERS RETIR SYSTEM	121,200	.20
65 WASHINGTON DEPT OF RETIREMENT SYSTEMS	105,400	.17
TOTALS	48,053,755	81.57%

TOP 5 CONTROL 46.79% OF STOCK   TOP 15 CONTROL 61.56% OF STOCK
TOP 10 CONTROL 55.39% OF STOCK   TOP 20 CONTROL 66.37% OF STOCK

Principal Stockholders	Shares	%
HONEYWELL (SHARES O/S 22,227,000)		
1 CITICORP<	1,219,711	5.48
2 STATE FARM MUTL AUTOMOBILE INSUR CO	834,500H	3.75
STATE FARM INVESTMENT MNGT CORP* (102000)		
STATE FARM INSUR COS-COMBINED (732500)		
3 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	736,100	3.31
4 DUPONT FAMILY INTERESTS	680,109	3.05
DU PONT (E I) DE NEMOURS & CO INC (635000)		
WILMINGTON TRUST CO (45109)		
5 MORGAN (J P) & CO INC< (556000)	614,000	2.76
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (58000)		
6 DONALDSON LUFKIN & JENRETTE INC<	524,500	2.35
7 SELIGMAN (J & W) & CO+	510,525	2.29
SELIGMAN/FUNDS-COMBINED (510525)		
8 PRUDENTIAL INSURANCE CO OF AM	451,744	2:03
PRUDENTIAL INSUR COS/FUNDS-COMB (451744)		
9 ROWE PRICE (T) & ASSOCIATES INC*	408,295	1.83
10 NEW YORK STATE COMMON RETIREMENT FUND	365,800H	1.64
11 KIRBY FAMILY GROUP-ALLEGHANY CORP<	355,900	1.60
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (355900)		
12 GENERAL ELECTRIC CO	330,400	1.48
GENERAL ELECTRIC PENSION TRUST (330400)		
13 LORD ABBETT & CO*	325,300	1.46
14 BANKAMERICA CORP<	315,514	1.41
15 BARING BROTHERS INC (ENGLAND)	309,350	1.39
ENDOWMENT MANAGEMENT & RES CO* (309350)		
16 NEW ENGLAND MUTUAL LIFE INSUR CO	300,665	1.35
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (300665)		
17 BANKERS TRUST NEW YORK CORP	229,106	1.03
18 STRALEM & CO INC	211,900	.95
19 STEIN ROE & FARNHAM*	209,873	.94
20 NORTHWEST BANCORPORATION<	208,681	.93
NORTHWESTERN NATL BK MINNEAPOLIS (208681)		
21 NEW YORK CITY COMPTROLLER'S OFFICE	200,300	.90
22 SCUDDER STEVENS & CLARK CO*	199,298	.89
23 MINNESOTA STATE BOARD OF INVESTMENT	193,477G	.87
24 FMR CORP	192,800	.86
FIDELITY MNGT & RESEARCH CO* (192800)		
25 MARYLAND STATE RETIREMENT SYSTEMS	166,000	.74
26 FIDUCIARY TRUST CO OF NEW YORK	161,063	.72
FIDUCIARY TRUST/FUNDS-COMBINED (161063)		
27 CHASE MANHATTAN CORP	158,086	.71
HONEYWELL SAVINGS & SECURITY		
PROGRAM/INTERNAL (158086)		
28 FIRST INTERNATIONAL BANCSHARES INC	151,670	.68
29 UNITED STATES STEEL CORP	149,307	.67
US STEEL & CARNEGIE PENSION TR (149307)		
30 STATE MTL LIFE ASSUR CO OF AMERICA	145,375	.65
STATE MTL LIFE INSUR/FDS-COMBINED (145375)		
31 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	145,000	.65
AM INTERNL INSUR COS-COMBINED (145000)		
32 DODGE & COX INC*	141,415	.63
33 FIRST BANK SYSTEM INC	136,624	.61
34 MASSEY, JACK C & FAMILY	132,000C	.59
35 SCHRODERS LTD< (ENGLAND)	131,842	.59
SCHRODER MNGR/FUNDS-COMBINED (131842)		
36 ST PAUL COMPANIES INC<	131,800	.59
ST PAUL INSUR COS/FDS-COMBINED (131800)		
37 YALE UNIVERSITY	130,000F	.58
38 SHEARSON LOEB RHOADES INC<	118,015	.53
BOSTON CO INC (118015)		
39 WESTERN BANCORPORATION<	116,034	.52
40 MARINE BANCORP INC	115,550	.51
41 ILLINOIS STATE TEACHERS RETIR SYSTEM	115,000J	.51
42 FORSTMANN-LEFF ASSOCIATES	112,100	.50
43 IRVING BANK CORP	108,145	.48
44 STATE STREET RESEARCH & MANAGEMENT CO*	106,300	.47
45 HARRIS BANKCORP INC	106,000	.47
46 MELLON NATIONAL CORP	99,441	.44
47 WELLS FARGO & CO	96,277	.43
48 MARSH & MCLENNAN COS INC<	94,100	.42
PUTNAM MNGT/FUNDS-COMBINED (94100)		
49 OPPENHEIMER HOLDINGS INC+	90,000	.40
OPPENHEIMER FUNDS-COMBINED (90000)		
50 JOHN HANCOCK MUTUAL LIFE INSUR CO	89,150	.40
JOHN HANCOCK/FUNDS-COMBINED (89150)		

HONEYWELL - CONTINUED

Principal Stockholders	Shares	%
51 HOSPITAL TRUST CORP	78,816	.35
52 HONG KONG & SHANGHAI BANKING CORP MARINE MIDLAND BANKS INC (77823)	77,823	.35
53 THORDIKE DORAN PAINE & LEWIS THORNDIKE-WELLINGTON FUNDS-COMB (77504)	77,504	.34
54 MADISON FUND INC	75,000	.33
55 C M B INVESTMENT COUNSELORS	74,100	.33
56 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	74,000G	.33
57 EQUITABLE BANCORPORATION	73,950	33
58 TEXAS PERMANENT SCHOOL FUND	70,800	.31
59 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (69382)	69,382	.31
60 INTER-REGIONAL FINANCIAL CORP INVESTMENT ADVISERS INC (69250)	69,250	31
61 NEUBERGER & BERMAN+ NEUBERGER & BER MNGT/FDS-COMBINED (69100)	69,100	.31
62 CHEMICAL NEW YORK CORP	67,031	30
63 U S TRUST CORP	63,400	.28
64 FIRST OKLAHOMA BANCORP INC	57,000	.25
65 CITY INVESTING CO< HOME INSUR GROUP-COMBINED (50000)	50,000	.22
66 EQUITABLE LIFE ASSUR SOCIETY OF US	50,000	.22
67 ILLINOIS MUNICIPAL RETIREMENT FUND	50,000	.22
68 BATTERYMARCH FINANCIAL MNGT CORP	47,600	.21
69 FIRST CONNECTICUT BANCORP INC	47,560	.21
70 GIRARD CO	46,818	.21
71 OHIO SCHOOL EMPLOYEES RETIR SYSTEM	45,000	.20
TOTALS	14,508,276	65.27%

TOP 5 CONTROL 18.37% OF STOCK   TOP 15 CONTROL 35.91% OF STOCK
TOP 10 CONTROL 28.54% OF STOCK   TOP 20 CONTROL 41.13% OF STOCK

HOOVER CO

(SHARES O/S: 12,115,000)

Principal Stockholders	Shares	%
1 HOOVER FAMILY INTERESTS# HOOVER, H EARL (688224) HOOVER, JOSEPH S & FAMILY (201857) HOOVER, LAWRENCE R (27387) HOOVER FOUNDATION (777944) HOOVER, H EARL 2ND (20800) OTHER FAMILY MEMBERS (837566)	2,553,778H	21.07
2 FIRST CHICAGO CORP<	648,057	5.34
3 PIONEER GROUP INC PIONEERING MNGT/FUNDS-COMB	603,700	4.98
4 MANSAGER, FELIX N & FAMILY#	42,045J	.34
5 AMERITRUST CO	39,563	.32
6 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	39,400J	.32
7 TABACCHI, FRED L#	29,258J	.24
8 RAWSON, MERLE R#	28,600J	.23
9 SHEARSON LOEB RHOADES INC< BOSTON CO INC (28360)	28,360	.23
10 DARTMOUTH COLLEGE	27,000J	.22
11 CUTINELLA, JOSEPH R#	26,305J	.21
TOTALS	4,066,066	33.56%

TOP 5 CONTROL 32.08% OF STOCK   TOP 15 CONTROL 33.56% OF STOCK
TOP 10 CONTROL 33.34% OF STOCK   TOP 20 CONTROL 33.56% OF STOCK

HOOVER UNIVERSAL

(SHARES O/S: 8,818,000)

Principal Stockholders	Shares	%
1 SIMMONS, CLIFFORD FAMILY INTERESTS# SIMMONS, CLIFFORD & FAMILY (648219) SIMMONS FOUNDATION (22500)	669,399	7.59
2 FIRST NATIONAL BANCORP INC	213,900	2.42
3 GREEN (DAVID J) & CO	209,500	2.37
4 ROULSTON & CO INC	145,186	1.64
5 FIRST CHICAGO CORP<	138,665	1.57
6 PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (111500)	111,500	1.26
7 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (95900)	95,900	1.08
8 THOMPSON, W HAYDEN & FAMILY#	90,029	1.02
9 SANFORD, EMMETT JR	82,249	93
10 RESSLER, ROBERT C & FAMILY#	80,745	.91

HOOVER UNIVERSAL - CONTINUED

Principal Stockholders	Shares	%
11 DEERE & CO	77,300	87
12 MEISTER, WILLIAM K & FAMILY#	72,487G	.82
13 CHEMICAL NEW YORK CORP	61,900	70
14 DALY, JOHN R & FAMILY#	58,896	66
15 NORTHERN TRUST CORP	51,779	.58
16 AMERITRUST CO	49,264	.55
17 BATTERYMARCH FINANCIAL MNGT CORP	47,700	.54
18 WRIGHT INVESTORS' SERVICE	41,150	.46
19 SULLIVAN, JOSEPH F JR & FAMILY#	38,911	.44
20 SMITH, JACK	36,974	41
21 LINCOLN NATIONAL CORP< LINCOLN NATL INSUR/FDS-COMBINED (36450)	36,450	.41
22 CARROLL, DANIEL T#	32,000	.36
23 CHUBB CORP< CHUBB INSUR COS-COMBINED (30000)	30,000H	.34
24 MERRILL LYNCH & CO INC< MERRILL LYNCH ASSET MNGT CO INC* (28000)	28,000	.31
25 ROSEWIG, PETER J & FAMILY#	26,569	.30
26 BANKERS TRUST NEW YORK CORP	23,000	.26
27 VANDERBILT UNIVERSITY	20,000F	.22
28 FIRST AMERICAN BANK CORP	18,535	.21
TOTALS	2,587,988	29.34%

TOP 5 CONTROL 15.61% OF STOCK   TOP 15 CONTROL 24.48% OF STOCK
TOP 10 CONTROL 20.83% OF STOCK   TOP 20 CONTROL 26.91% OF STOCK

HORMEL (GEO A) & CO

(SHARES O/S: 9,606,000)

Principal Stockholders	Shares	%
1 HORMEL FAMILY INTERESTS# HORMEL FOUNDATION (4301112) ALSAKER, E C (13400) HOLTON, I J & FAMILY (35363) KNOWLTON, R L (6520)	4,356,395J	45.35
2 FIRST BANK SYSTEM INC	1,419,859	14.78
3 EATON & HOWARD VANCE SANDERS INC EATON & HOWARD VANCE/FDS-COMB (115600)	115,600	1.20
4 FEDERATED INVESTORS INC< FEDERATED RESEARCH CORP* FEDERATED RESEARCH FUNDS-COMBINED (89142)	89,142	.92
5 BEA ASSOCIATES INC	80,600	.83
6 CONTINENTAL ILLINOIS CORP	46,800	.48
7 GILL, ROBERT M#	19,204E	.19
TOTALS	6,127,600	63.78%

TOP 5 CONTROL 63.10% OF STOCK   TOP 15 CONTROL 63.78% OF STOCK
TOP 10 CONTROL 63.78% OF STOCK   TOP 20 CONTROL 63.78% OF STOCK

HUGHES TOOL

(SHARES O/S: 25,710,000)

Principal Stockholders	Shares	%
1 BORG-WARNER CORP	4,950,000	19.25
2 PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (1362600)	1,362,600	5.29
3 HARRIS BANKCORP INC	881,000	3.42
4 DONALDSON LUFKIN & JENRETTE INC< (601750) ALLIANCE CAPITAL MANAGEMENT CORP* (71250)	673,000	2.61
5 NATIONAL DETROIT CORP	598,905	2.32
6 CITICORP<	527,202	2.05
7 MORGAN (J P) & CO INC<	457,000	1.77
8 MARSH & MCLENNAN COS INC< PUTNAM MNGT/FUNDS-COMBINED (344600) EBERSTADT ASSET MNGT/FDS-COMBINED (69650)	414,250	1.61
9 SCUDDER STEVENS & CLARK CO*	407,377	1.58
10 BROWN, JOE	367,989	1.43
11 BARING BROTHERS INC (ENGLAND) ENDOWMENT MANAGEMENT & RES CO* (365250)	365,250	1.42
12 STEIN ROE & FARNHAM*	321,875	1.25
13 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	300,000	1.16
14 BRUNDAGE STORY & ROSE	294,565	1.14
15 OHIO STATE TEACHERS RETIR SYSTEM	270,700	1.05
16 NEW YORK CITY COMPTROLLER'S OFFICE	262,650	1.02
17 CONNECTICUT GENERAL INSURANCE CORP CONN GENL INSUR COS/FDS-COMBINED (261500)	261,500	1.01
18 ROBECO (HOLLAND)	250,000H	.97

HUGHES TOOL - CONTINUED

Principal Stockholders	Shares	%
19 KIRBY FAMILY GROUP-ALLEGHANY CORP<	246,416	.95
ALLEGHANY CORP (246416)		
20 MELLON NATIONAL CORP	228,113	.88
21 KEMPER FAMILY GROUP	220,424	.85
KEMPER INSUR COS/FDS-COMBINED (220424)		
22 TEXAS COMMERCE BANCSHARES INC	216,189	.84
HUGHES TOOL SAV PLS/1309 PCTS (170149)		
23 TRUST CO OF THE WEST	213,399	.83
T C W ASSET MANAGEMENT CO (213399)		
24 INSTITUTIONAL CAPITAL CORP	211,850	.82
25 BANK OF NEW YORK CO INC	207,104	.80
26 MANUFACTURERS HANOVER CORP<	176,896	.68
27 SEARS ROEBUCK & CO	166,400	.64
SEARS INVEST MNGT-PEN & SAVING PLS (166400)		
28 EQUITABLE LIFE ASSUR SOCIETY OF US	150,000	.58
29 BANKERS TRUST NEW YORK CORP	135,714	.52
30 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	135,100	.52
31 ADAMS EXPRESS CO	132,128	.51
32 DREXEL BURNHAM LAMBERT GROUP INC	132,102J	.51
33 ATLANTA CAPITAL MNGT CORP	126,672	.49
34 FMR CORP	115,000	.44
FIDELITY MNGT & RESEARCH CO* (115000)		
35 WELLS FARGO & CO	114,550	.44
36 COLE YEAGER & WOOD INC	114,100	.44
37 WEISS PECK & GREER*	108,901	.42
38 LESCH, JAMES R#	103,500J	.40
39 TRAVELERS CORP<	100,050	.38
TRAVELERS/KEYSTONE FUNDS-COMBINED (100050)		
40 DREYFUS CORP*	100,000	.38
41 CHEMICAL NEW YORK CORP	99,865	.38
42 FIRST BANK SYSTEM INC	97,876	.38
43 NEW YORK STATE COMMON RETIREMENT FUND	97,500H	.37
44 JOHN HANCOCK MUTUAL LIFE INSUR CO	97,500	.37
JOHN HANCOCK/FUNDS-COMBINED (97500)		
45 EAGLE MANAGEMENT & TRUST CO	92,200	.35
46 FORSTMANN-LEFF ASSOCIATES	88,400	.34
47 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	86,250G	.33
48 FIRST INTERNATIONAL BANCSHARES INC	85,250	.33
49 UNITED SERVICES AUTOMOBILE ASSOC	85,000	.33
USAA INVESTMENT MNGT CO (85000)		
50 COLUMBIA MANAGEMENT CO*	83,550	.32
51 HELLER (WALTER E) INTERNATIONAL CORP	82,098	.31
AMERICAN NATL BK & TR CO/CHICAGO (82098)		
52 CONTINENTAL ILLINOIS CORP	80,862	.31
53 U S TRUST CORP	79,827	.31
54 REGAN, JOHN & FAMILY#	79,462J	.30
55 AMERICAN SECURITY CORP (D C)	75,893J	.29
56 WESTERN BANCORPORATION<	73,901	.28
57 BERNHARD (ARNOLD) & CO INC*	71,500	.27
VALUE LINE MNGR/FUNDS-COMBINED (71500)		
58 STATE MTL LIFE ASSUR CO OF AMERICA	69,922	.27
STATE MTL LIFE INSUR/FDS-COMBINED (69922)		
59 BANK OF TOKYO LTD	68,534	.26
60 EXXON CORP	67,550	.26
61 AETNA LIFE & CASUALTY CO	65,700H	.25
AETNA INSUR COS/FDS-COMBINED (65700)		
62 FIRST UNION BANCORP	64,196	.24
63 FRENCH NATIONAL GOVERNMENT	58,700	.22
MUTUAL FUNDS-COMBINED (58700)		
64 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	57,518	.22
65 DEAN WITTER REYNOLDS ORGANIZATION INC	56,300	.21
66 ROTHSCHILD (L F) UNTERBERG TOWBIN	55,000	.21
67 ALGER (FRED) MANAGEMENT INC*	53,900	.20
68 SECURITY BENEFIT LIFE INSURANCE CO	52,500	.20
SECURITY MANAGEMENT CO INC* (52500)		
69 MERRITT, JOHN B#	51,625J	.20
70 WASHINGTON DEPT OF RETIREMENT SYSTEMS	49,800	.19
71 ARIZONA STATE RETIREMENT SYSTEM	45,000J	.17
TOTALS	18,693,650	72.70%

TOP 5 CONTROL 32.92% OF STOCK TOP 15 CONTROL 47.42% OF STOCK
TOP 10 CONTROL 41.38% OF STOCK TOP 20 CONTROL 52.27% OF STOCK

HYSTER CO

(SHARES O/S 6,023,000)

Principal Stockholders	Shares	%
1 SWIGERT FAMILY INTERESTS#	1,633,968J	27.12
SWIGERT, ERNEST G (280595)		
SWIGERT, HENRY T (47953)		
BLACK, HARVEY N (143820)		
ESCO CORP (1161600)		
2 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	547,693	9.09
BANCAL TRI-STATE CORP<		
HYSTER EMPS INV PL-1540 PCTS (413225)		
3 ATKINSON (GUY F) CO OF CALIFORNIA	400,000J	6.64
4 BATTERYMARCH FINANCIAL MNGT CORP	257,000	4.26
5 BANKERS LIFE CO	236,000	3.91
6 SAFECO CORP<	202,100	3.35
SAFECO INSUR COS & FDS-COMBINED (202100)		
7 WESTERN BANCORPORATION<	172,773	2.86
8 WISCONSIN INVESTMENT BOARD	156,000	2.59
9 PIONEER GROUP INC	153,800	2.55
PIONEERING MNGT/FUNDS-COMB		
10 TIAA-CREF	134,000	2.22
COLLEGE RETIREMENT EQUITIES FUND (134000)		
11 MIDLAND BANK GROUP< (ENGLAND)	123,800	2.05
CROCKER NATIONAL CORP (123800)		
12 THORDIKE DORAN PAINE & LEWIS	101,000	1.67
THORNDIKE-WELLINGTON FUNDS-COMB (101000)		
13 KILKENNY, WILLIAM H#	73,129J	1.21
14 DODGE & COX INC*	50,000	.83
15 COLUMBIA MANAGEMENT CO*	44,100	.73
16 LINCOLN NATIONAL CORP<	44,000	.73
LINCOLN NATL INSUR/FDS-COMBINED (44000)		
17 FORD FOUNDATION	41,500	.68
18 TEMPLETON (JOHN M) FAMILY INTERESTS	40,000	.66
TEMPLETON INVEST CNSL LTD* (CAN) (40000)		
19 FRONK, WILLIAM J#	38,947J	.64
20 US BANCORP	35,210	.58
21 SEAFIRST CORP	31,119	.51
22 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	30,000	.49
23 HILL, PHILIP S#	28,867J	.47
24 ROSS, FRANK L#	23,500J	.39
25 WELLS FARGO & CO	21,900	.36
26 HELLER (WALTER E) INTERNATIONAL CORP	20,600	.34
AMERICAN NATL BK & TR CO/CHICAGO (20600)		
27 DREXEL BURNHAM LAMBERT GROUP INC	12,857J	.21
28 FIRST PENNSYLVANIA CORP	12,100	.20
29 WASHBURN, W R#	12,000J	.19
TOTALS	4,677,963	77.66%

TOP 5 CONTROL 51.04% OF STOCK TOP 15 CONTROL 71.14% OF STOCK
TOP 10 CONTROL 64.64% OF STOCK TOP 20 CONTROL 74.46% OF STOCK

IC INDUSTRIES

●(SHARES O/S 22,166,000)

Principal Stockholders	Shares	%
1 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	820,599H	3.70
HARTFORD FIRE INSUR COS-COMBINED (820599)		
2 DELAWARE MANAGEMENT CO INC*	761,800	3.43
3 WESTERN BANCORPORATION<	716,440J	3.23
UNION PACIFIC CORP (716440)		
4 U S TRUST CORP	716,440J	3.23
UNION PACIFIC CORP (716440)		
5 SEAFIRST CORP	716,440J	3.23
UNION PACIFIC CORP (716440)		
6 CONTINENTAL ILLINOIS CORP	515,144	2.32
IC INDUSTRIES SUPPLEMENTAL RETIR & SAV PL-2627 PCTS (144189)		
7 OPPENHEIMER HOLDINGS INC* (63100)	255,300	1.15
OPPENHEIMER FUNDS-COMBINED (192200)		
8 HELLER (WALTER E) INTERNATIONAL CORP	214,389	.96
AMERICAN NATL BK & TR CO/CHICAGO (214389)		
9 LINCOLN NATIONAL CORP<	196,164	.88
LINCOLN NATL INSUR/FDS-COMBINED (196164)		
10 CAPITAL SUPERVISORS INC	157,900	.71
11 HARRIS BANKCORP INC	149,000	.67
12 GLICKENHAUS & CO	123,600	.55
13 SMOOT KNOCHE & CO	109,400	.49
14 GREEN (DAVID J) & CO	106,900	.48
15 CITIZENS FIDELITY CORP	92,120	.41
16 JOHNSON, WILLIAM B & FAMILY#	90,431J	.40
17 KENTUCKY STATE RETIREMENT SYSTEM	88,900J	.40

IC INDUSTRIES - CONTINUED

Principal Stockholders	Shares	%
18 FIFTH THIRD BANK	82,357	.37
19 THOMPSON, JOHN M	80,640X	.36
20 WELLS FARGO & CO	77,075	.34
21 UTAH STATE RETIREMENT FUND	75,000	.33
22 THORDIKE DORAN PAINE & LEWIS	74,500	.33
THORNDIKE-WELLINGTON FUNDS-COMB (74500)		
23 SECURITY NEW YORK STATE CORP	63,679J	.28
24 SHEARSON LOEB RHOADES INC<	61,326	.27
BOSTON CO INC (61326)		
25 BANKERS TRUST NEW YORK CORP	61,200	.27
26 HARRAH, ROBERT E	55,000X	.24
27 DREYFUS CORP*	46,200	.20
28 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	43,000J	.19
TOTALS	6,550,944	29.55%

TOP 5 CONTROL 16.83% OF STOCK TOP 15 CONTROL 25.49% OF STOCK
TOP 10 CONTROL 22.87% OF STOCK TOP 20 CONTROL 27.38% OF STOCK

IDEAL BASIC INDUSTRIES

(SHARES O/S 13,264,000)

Principal Stockholders	Shares	%
1 BOETTCHER, CHARLES FAMILY INTERESTS#	2,398,902J	18.08
BOETTCHER FOUNDATION (1286545)		
CEMENT INVESTORS INC (921079)		
GENERAL SECURITIES CO (156210)		
IDEAL CORP (31668)		
COSGRIFF, STEWART (1660)		
FLICK, C BRUCE (1740)		
2 DELAWARE MANAGEMENT CO INC*	684,200	5.15
3 LORD ABBETT & CO*	550,000	4.14
4 BRUNDAGE STORY & ROSE	458,652	3.45
5 PRUDENTIAL INSURANCE CO OF AM	446,800	3.36
PRUDENTIAL INSUR COS/FUNDS-COMB (446800)		
6 BATTERYMARCH FINANCIAL MNGT CORP	230,900	1.74
7 MC MORGAN & CO	191,500	1.44
8 FIRST NATIONAL BANCORP INC	185,719	1.40
IDEAL BASIC SAL EMP ESOP-938 PCT (155896)		
9 THORDIKE DORAN PAINE & LEWIS	167,700	1.26
THORNDIKE-WELLINGTON FUNDS-COMB (167700)		
10 FLORIDA STATE BOARD OF ADMINISTRATION	140,000	1.05
11 THORSTENBERG, RUSSELL#	130,191J	.98
12 MUTUAL LIFE INSURANCE CO OF NY	110,800	.83
13 FMR CORP	106,500	.80
FIDELITY MNGT & RESEARCH CO* (106500)		
14 MORGAN (J P) & CO INC<	103,000	.77
15 NEUBERGER & BERMAN+	93,000	.70
NEUBERGER & BER MNGT/FDS-COMBINED (93000)		
16 GARDNER & PRESTON MOSS INC	92,675	.69
17 SOUTH CAROLINA NATL CORP	75,899	.57
18 NEW YORK CITY COMPTROLLER'S OFFICE	72,000	.54
19 WELLS FARGO & CO	71,000	.53
20 FIRST UNION CORP	70,530	.53
21 FIFTH THIRD BANK	60,456	.45
22 UNITED BANKS OF COLORADO INC	58,031	.43
23 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	57,261	.43
BANK OF CALIFORNIA NA (57261)		
24 WASHINGTON DEPT OF RETIREMENT SYSTEMS	53,200	.40
25 U S TRUST CORP	50,650	.38
26 CONTINENTAL GROUP INC<	50,000	.37
CONTINENTAL FINL SERVICES CO (50000)		
27 MERRILL LYNCH & CO INC<	48,600	.36
MERRILL LYNCH ASSET MNGT CO INC* (48600)	—	
28 WESTERN BANCORPORATION<	48,294	.36
29 SAROFIM (FAYEZ) & CO	41,400	.31
30 HELLER (WALTER E) INTERNATIONAL CORP	37,800	.28
AMERICAN NATL BK & TR CO/CHICAGO (37800)		
31 COLUMBIA MANAGEMENT CO*	33,900	.25
32 FIRST PENNSYLVANIA CORP	33,200	.25
33 BOUTELL, BENJAMIN R & FAMILY#	30,500J	.22
34 SAFECO CORP<	30,400	.22
SAFECO INSUR COS & FDS-COMBINED (30400)		
35 DOBBINS, CRIS-DECEASED	30,000A	.22
36 NATIONALE NEDERLANDEN (HOLLAND)	30,000H	.22
LIFE INSURANCE CO OF GEORGIA (30000)		
37 CULLEN/FROST BANKERS INC	29,250	.22
38 CHEMICAL NEW YORK CORP	28,500	.21

IDEAL BASIC INDUSTRIES - CONTINUED

Principal Stockholders	Shares	%
39 FIRST KENTUCKY NATL CORP	28,000	.21
TOTALS	7,159,410	53.97%

TOP 5 CONTROL 34.21% OF STOCK TOP 15 CONTROL 45.21% OF STOCK
TOP 10 CONTROL 41.12% OF STOCK TOP 20 CONTROL 48.09% OF STOCK

INGERSOLL-RAND

(SHARES O/S 18,966,000)

Principal Stockholders	Shares	%
1 PRUDENTIAL INSURANCE CO OF AM	841,800	4.43
PRUDENTIAL INSUR COS/FUNDS-COMB (841800)		
2 MORGAN (J P) & CO INC< (681000)	831,000	4.38
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (150000)		
3 MANUFACTURERS HANOVER CORP<	599,700	3.16
EDIE (LIONEL D) & CO INC (599700)		
4 BANKAMERICA CORP<	597,433	3.15
5 NEW YORK STATE TEACHERS RETIR FUND	490,100	2.58
6 LORD ABBETT & CO*	426,400	2.24
7 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	369,000	1.94
8 HONG KONG & SHANGHAI BANKING CORP	350,111	1.84
MARINE MIDLAND BANKS INC (350111)		
9 TEXAS PERMANENT SCHOOL FUND	320,960	1.69
10 SCUDDER STEVENS & CLARK CO*	236,826	1.24
11 CONTINENTAL CORP<	232,600	1.22
CONTINENTAL CORP/INSUR COS-COMB (232600)		
12 CHASE MANHATTAN CORP	208,565	1.09
13 GRACE, J PETER FAM & ASSOCIATES#	207,988J	1.09
14 GENERAL ELECTRIC CO	200,000	1.05
GENERAL ELECTRIC PENSION TRUST (200000)		
15 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	167,300	.88
16 BANK OF NEW YORK CO INC	159,462	.84
17 ROBECO (HOLLAND)	155,000H	.81
18 OPPENHEIMER HOLDINGS INC+ (101500)	151,500	.79
OPPENHEIMER FUNDS-COMBINED (50000)		
19 BRUNDAGE STORY & ROSE	144,300	.76
20 MELLON NATIONAL CORP	142,380	.75
21 FIRST ATLANTA CORP	121,300	.63
22 WELLS FARGO & CO	114,849	.60
23 MARSH & MCLENNAN COS INC<	103,500	.54
PUTNAM MNGT/FUNDS-COMBINED (103500)		
24 KEMPER FAMILY GROUP	103,000	.54
KEMPER INSUR COS/FDS-COMBINED (103000)		
25 METROPOLITAN LIFE INSURANCE CO	102,650H	.54
26 DONALDSON LUFKIN & JENRETTE INC<	101,300	.53
27 MASSACHUSETTS FINANCIAL SERVICES INC*	100,000	.52
28 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	99,308	.52
BANK OF CALIFORNIA NA (99308)		
29 CHUBB CORP<	94,600	.49
30 CITICORP<	89,335	.47
31 PENN SQUARE MANAGEMENT CORP*	86,000	.45
PENN SQUARE MUTUAL FUND (86000)		
32 NEW MEXICO STATE PERMANENT FUND	85,000J	.44
33 SUN LIFE ASSURANCE CO OF CANADA	82,300	.43
34 SECURITY NEW YORK STATE CORP	81,626J	.43
35 CHEMICAL NEW YORK CORP	81,617	.43
36 MUTUAL LIFE INSURANCE CO OF NY	79,400	.41
37 SAVINGS BANKS TRUST CO	78,300	.41
38 NATIONWIDE MUTUAL INSUR CO	75,000	.39
NATIONWIDE INSUR COS/FUNDS-COMB (75000)		
39 BANKERS TRUST NEW YORK CORP	74,005	.39
40 WESTERN BANCORPORATION<	72,617	.38
41 GEORGIA STATE RETIREMENT SYSTEM	72,000	.37
42 WEARLY, WILLIAM L#	70,514J	.37
43 KENDRICK, MARRON#	69,572	.36
44 TEXAS, UNIVERSITY OF	68,600	.36
45 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	68,000	.35
46 TIAA-CREF	68,000	.35
COLLEGE RETIREMENT EQUITIES FUND (68000)		
47 WRIGHT INVESTORS' SERVICE	67,800	.35
48 CRUM & FORSTER<	67,100	.35
CRUM & FORSTER INSUR COS-COMBINED (67100)		
49 DETROIT RETIREMENT SYSTEM	66,000J	.34
50 FMR CORP	65,300	.34
FMR/FUNDS-COMBINED (65300)		
51 FLORIDA STATE BOARD OF ADMINISTRATION	65,000	.34

INGERSOLL-RAND - CONTINUED

Principal Stockholders	Shares	%
52 HELLER (WALTER E) INTERNATIONAL CORP	64,440	.33
AMERICAN NATL BK & TR CO/CHICAGO (64440)		
53 LINCOLN NATIONAL CORP<	64,200	.33
LINCOLN NATL INSUR/FDS-COMBINED (64200)		
54 STANDISH AYER & WOOD INC*	61,075	.32
55 DETROITBANK CORP	59,468	.31
56 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	58,100G	.30
57 INA CORP<	53,600	.28
INA INSUR COS/FDS-COMBINED (53600)		
58 COREY, ALAN L JR & FAMILY#	53,524J	.28
59 FIRST UNION BANCORP	53,137	.28
60 NEW YORK STATE COMMON RETIREMENT FUND	53,000H	.27
61 GARFIELD, DAVID C#	51,290J	.27
62 U S TRUST CORP	49,717	.26
63 INDIANA NATIONAL CORP	49,587	.26
64 CONTINENTAL ILLINOIS CORP	48,759	.25
65 BATTERYMARCH FINANCIAL MNGT CORP	48,700	.25
66 FIRST PENNSYLVANIA CORP	47,871	.25
67 HOLMES, THOMAS A#	47,520J	.25
68 VILAS FISCHER ASSOCIATES LTD	47,100	.24
69 COLONIAL BANCORP INC (CONN)	46,746	.24
70 AETNA LIFE & CASUALTY CO	46,500H	.24
AETNA INSUR COS/FDS-COMBINED (46500)		
71 TRUST CO OF GEORGIA	44,828	.23
72 CHICAGO, UNIVERSITY OF	42,240	.22
73 FIRST NATIONAL CINCINNATI CORP	41,316	.21
74 CBT CORP	41,268	.21
75 CHARTER CO<	40,963	.21
FOUNDERS MNGR/FUNDS-COMBINED (40963)		
76 PROVIDENT NATIONAL CORP<	40,581	.21
77 KIRBY FAMILY GROUP-ALLEGHANY CORP<	40,000	.21
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (40000)		
78 GIRARD CO	39,187	.20
79 GENERAL MOTORS CORP	39,000J	.20
MOTORS INSURANCE CORP (39000)		
80 MCCOWAN ASSOCIATES INC	38,600	.20
TOTALS	10,818,335	57.04%

TOP 5 CONTROL 17.71% OF STOCK   TOP 15 CONTROL 32.05% OF STOCK
TOP 10 CONTROL 26.69% OF STOCK   TOP 20 CONTROL 36.02% OF STOCK

INLAND STEEL

(SHARES O/S: 20,617,000)

Principal Stockholders	Shares	%
1 PIONEER GROUP INC	904,000	4.38
PIONEERING MNGT/FUNDS-COMB		
2 BATTERYMARCH FINANCIAL MNGT CORP	766,000	3.71
3 LORD ABBETT & CO*	716,600	3.47
4 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	534,000	2.59
5 OHIO STATE TEACHERS RETIR SYSTEM	460,300	2.23
6 CONTINENTAL CORP<	420,000	2.03
CONTINENTAL CORP/INSUR COS-COMB (420000)		
7 MASSACHUSETTS FINANCIAL SERVICES INC*	375,000	1.81
8 TIAA-CREF	306,000	1.48
COLLEGE RETIREMENT EQUITIES FUND (306000)		
9 BLOCK FAMILY INTERESTS#	297,794X	1.44
BLOCK, PHILIP D III (44063)		
OTHER FAMILY INTERESTS (253731)		
10 GULF & WESTERN INDUSTRIES INC<	252,900	1.22
11 MORGAN (J P) & CO INC<	243,000	1.17
12 FORD FOUNDATION	224,300	1.08
13 FIRST UNION BANCORP	222,500	1.07
14 SEARS ROEBUCK & CO	218,300	1.05
ALLSTATE INSUR COS/FDS-COMBINED (218300)		
15 TISCH FAMILY GROUP	207,800	1.00
LOEWS CORP (207800)		
16 HELLER (WALTER E) INTERNATIONAL CORP	204,080	.98
AMERICAN NATL BK & TR CO/CHICAGO (204080)		
17 BRUNDAGE STORY & ROSE	156,395	.75
18 UNITED STATES STEEL CORP	152,400	.73
US STEEL & CARNEGIE PENSION TR (152400)		
19 NORTHERN TRUST CORP	151,165	.73
20 DETROITBANK CORP	148,920	.72
21 FMR CORP	140,000	.67
FIDELITY MNGT & RESEARCH CO* (140000)		

INLAND STEEL - CONTINUED

Principal Stockholders	Shares	%
22 PRUDENTIAL INSURANCE CO OF AM	133,000	.64
PRUDENTIAL INSUR COS/FUNDS-COMB (133000)		
23 SCUDDER STEVENS & CLARK CO*	119,050	.57
24 INVESCO CAPITAL MNGT INC	116,800	.56
25 STATE FARM MUTL AUTOMOBILE INSUR CO	116,000H	.56
STATE FARM INSUR COS-COMBINED (116000)		
26 LINCOLN NATIONAL CORP<	109,890	.53
LINCOLN NATL INSUR/FDS-COMBINED (109890)		
27 CAPITAL SUPERVISORS INC	105,680	.51
28 WELLS FARGO & CO	102,597	.49
29 MARINE BANCORP INC	99,652	.48
30 ILLINOIS STATE TEACHERS RETIR SYSTEM	95,000J	.46
31 JOHN HANCOCK MUTUAL LIFE INSUR CO	73,100	.35
JOHN HANCOCK/FUNDS-COMBINED (73100)		
32 BANKERS TRUST NEW YORK CORP	65,670	.31
33 WESTERN BANCORPORATION<	60,487	.29
34 DETROIT RETIREMENT SYSTEM	60,000J	.29
35 EXTENDICARE LTD (CANADA)	59,000H	.28
CROWN LIFE INSURANCE CO (59000)		
36 HARRIS BANKCORP INC	58,000	.28
37 WACHOVIA CORP	56,839	.27
38 DREYFUS CORP*	50,000	.24
39 MERRILL LYNCH & CO INC<	50,000	.24
MERRILL LYNCH ASSET MNGT CO INC* (50000)		
40 GUARDIAN LIFE INSUR CO OF AMERICA	47,000H	.22
41 FIRST WISCONSIN CORP	46,115	.22
42 PHIPPS FAMILY INTERESTS	46,000	.22
BESSEMER TRUST CO NA (46000)		
43 RANNEY, GEORGE A & FAMILY ASSOCIATES	45,471J	.22
44 FIRST CHICAGO CORP<	42,039	.20
45 NEW YORK STATE COMMON RETIREMENT FUND	39,000H	.18
46 ARIZONA STATE RETIREMENT SYSTEM	35,000J	.16
TOTALS	8,933,444	43.33%

TOP 5 CONTROL 16.40% OF STOCK   TOP 15 CONTROL 29.82% OF STOCK
TOP 10 CONTROL 24.41% OF STOCK   TOP 20 CONTROL 33.76% OF STOCK

INSILCO CORP

(SHARES O/S: 12,977,000)

Principal Stockholders	Shares	%
1 VILAS FISCHER ASSOCIATES LTD	531,038	4.09
2 NEUSTADTER, ARNOLD (ENGLAND)	315,542J	2.43
3 HARTFORD NATIONAL CORP	189,905	1.46
4 NIMOCKS, JESSE & FAMILY	90,000	.69
5 FIRST WILSHIRE SECURITIES MANAGEMENT INC	75,076	.57
6 LEWIN, TOBIAS & ASSOCIATES	65,250	.50
7 PRINCETON UNIVERSITY	55,125F	.42
8 CHARTER CO<	45,000	.34
FOUNDERS MNGR/FUNDS-COMBINED (45000)		
9 OPPENHEIMER HOLDINGS INC*	43,500	.33
10 US BANCORP	39,600	.30
11 BANCOKLAHOMA CORP/BK OF OKLAHOMA NA	35,969	.27
12 WILKINS & NANOVIC ASSOCIATES	35,957	.27
13 CHEMICAL NEW YORK CORP	35,550	.27
14 MANHEIM, FRANK J & FAMILY#	28,197J	.21
15 MERRILL LYNCH & CO INC<	26,250	.20
MERRILL LYNCH ASSET MNGT CO INC* (26250)		
16 LESSING, FRED N	21,000E	.16
TOTALS	1,632,959	12.58%

TOP 5 CONTROL 9.25% OF STOCK   TOP 15 CONTROL 12.42% OF STOCK
TOP 10 CONTROL 11.17% OF STOCK   TOP 20 CONTROL 12.58% OF STOCK

INTEL CORP

(SHARES O/S: 42,601,000)

Principal Stockholders	Shares	%
1 MOORE, GORDON E & FAMILY ASSOCIATES#	4,322,952	10.14
2 SAROFIM (FAYEZ) & CO	3,850,295	9.03
3 NOYCE, ROBERT N#	1,497,308	3.51
4 BANKAMERICA CORP<	1,360,772	3.19
5 NEW ENGLAND MERCHANTS CO INC	1,241,876	2.91
6 PRUDENTIAL INSURANCE CO OF AM	988,450	2.32
PRUDENTIAL INSUR COS/FUNDS-COMB (988450)		
7 TIAA-CREF	968,750	2.27
COLLEGE RETIREMENT EQUITIES FUND (968750)		
8 EQUITABLE LIFE ASSUR SOCIETY OF US	944,700	2.21

INTEL - CONTINUED

Principal Stockholders	Shares	%
9 KEMPER FAMILY GROUP	941,218	2.20
KEMPER INSUR COS/FDS-COMBINED (941218)		
10 MARSH & MCLENNAN COS INC<	908,153	2.13
PUTNAM MNGT/FUNDS-COMBINED (605594)		
EBERSTADT ASSET MNGT/FDS-COMBINED (302559)		
11 ROWE PRICE (T) & ASSOCIATES INC*	861,903	2.02
12 JENNISON ASSOCIATES CAPITAL CORP	859,460	2.01
13 FIRST NATIONAL BOSTON CORP	846,585	1.98
14 MORGAN (J P) & CO INC<	807,000	1.89
15 ROCK, ARTHUR#	801,160	1.88
16 STEIN ROE & FARNHAM*	729,600	1.71
17 SELIGMAN (J & W) & CO*	696,000	1.63
SELIGMAN/FUNDS-COMBINED (696000)		
18 STATE STREET RESEARCH & MANAGEMENT CO*	585,600	1.37
19 DONALDSON LUFKIN & JENRETTE INC<	446,559	1.04
20 INA CORP<	331,400	.77
INA INSUR COS/FDS-COMBINED (331400)		
21 GENERAL ELECTRIC CO	329,000	.77
GENERAL ELECTRIC PENSION TRUST (329000)		
22 MANUFACTURERS HANOVER CORP< (190900)	320,921	.75
EDIE (LIONEL D) & CO INC (130021)		
23 BABSON (DAVID L) & CO INC*	318,150	.74
24 ALGER (FRED) MANAGEMENT INC*	316,200	.74
25 EATON & HOWARD VANCE SANDERS INC	295,880	.69
EATON & HOWARD VANCE/FDS-COMB (295880)		
26 PALEVSKY, MAX#	284,118	.66
27 CITICORP<	253,504	.59
28 WESTERN BANCORPORATION<	240,156	.56
29 KIRBY FAMILY GROUP-ALLEGHANY CORP<	230,000	.53
ALLEGHANY CORP (110000)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (120000)		
30 COLE YEAGER & WOOD INC	222,004	.52
31 NATIONAL CITY CORP	207,000	.48
32 CONNECTICUT GENERAL INSURANCE CORP	205,000	.48
CONN GENL INSUR COS/FDS-COMBINED (205000)		
33 CAPITAL GROUP INC	205,000	.48
CAPITAL RES & MNGT/FUNDS-COMBINED (205000)		
34 JOHN HANCOCK MUTUAL LIFE INSUR CO	201,200	.47
JOHN HANCOCK/FUNDS-COMBINED (201200)		
35 MASSACHUSETTS FINANCIAL SERVICES INC*	200,000	.46
36 BJURMAN (GEORGE D) & ASSOCIATES	197,400	.46
37 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	173,936	.40
38 WELLS FARGO & CO	169,704	.39
39 ARBOR CO	167,876	.39
40 MIDLAND BANK GROUP< (ENGLAND)	162,780	.38
CROCKER NATIONAL CORP (162780)		
41 BRISTOL, JOHN W INTERESTS	161,256	.37
BRISTOL (JOHN W) & CO INC (161256)		
42 AETNA LIFE & CASUALTY CO	150,474H	.35
AETNA INSUR COS/FDS-COMBINED (150474)		
43 HELLER (WALTER E) INTERNATIONAL CORP	138,050	.32
AMERICAN NATL BK & TR CO/CHICAGO (138050)		
44 U S TRUST CORP	136,746	.32
45 FARMERS GROUP INC<	132,046	.30
FARMERS GROUP INSUR COS-COMBINED (132046)		
46 PAINE WEBBER INC	125,400	.29
47 BANKERS TRUST NEW YORK CORP	122,783	.28
48 AMERICAN EXPRESS CO<	120,000	.28
AMERICAN EXP INSUR COS-COMBINED (120000)		
49 FIRST WISCONSIN CORP	112,490	.26
50 GROVE, ANDREW S#	111,370	.26
51 RICE UNIVERSITY	111,192	.26
52 PRINCETON UNIVERSITY	110,000F	.25
53 LINCOLN FIRST BANKS INC	104,650	.24
54 FORSTMANN-LEFF ASSOCIATES	103,400	.24
55 CHUBB CORP<	100,000	.23
56 ROCHESTER UNIVERSITY	100,000	.23
57 SCHRODERS LTD< (ENGLAND)	98,450	.23
SCHRODER MNGR/FUNDS-COMBINED (98450)		
58 TRANSAMERICA CORP<	98,000	.23
TRANSAMERICA INSUR COS/FDS-COMB (98000)		
59 STANDISH AYER & WOOD INC*	93,350	.21
60 PACIFIC MUTUAL LIFE INSURANCE CO	88,700	.20
61 CONNECTICUT STATE TRUST FUND	87,374J	.20
62 EXXON CORP	85,624	.20
63 BATTERYMARCH FINANCIAL MNGT CORP	85,300	.20
TOTALS	31,266,225	73.39%

TOP 5 CONTROL 28.80% OF STOCK   TOP 15 CONTROL 49.76% OF STOCK
TOP 10 CONTROL 39.96% OF STOCK   TOP 20 CONTROL 56.31% OF STOCK

INTERCO INC

(SHARES O/S: 14,307,000)

Principal Stockholders	Shares	%
1 THORDIKE DORAN PAINE & LEWIS	881,800	6.16
THORNDIKE-WELLINGTON FUNDS-COMB (881800)		
2 CAPITAL GROUP INC	782,100	5.46
CAPITAL GUARDIAN TRUST CO (742100)		
CAPITAL RES & MNGT/FUNDS-COMBINED (40000)		
3 FIRST UNION BANCORP	744,199	5.20
4 MERCANTILE BANCORPORATION INC	551,931	3.85
5 WISCONSIN INVESTMENT BOARD	503,200	3.51
6 RAND, NORFLEET H#	338,952J	2.36
7 MARYLAND NATIONAL CORP	336,150	2.34
REDWOOD CAPITAL MNGT INC (336150)		
8 BOATMENS BANKSHARES INC	310,760	2.17
9 OPPENHEIMER HOLDINGS INC*	299,406	2.09
10 MILLER ANDERSON & SHERRERD	276,075	1.92
11 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	212,000J	1.48
12 CAPITAL SUPERVISORS INC	197,400	1.37
13 SALIGMAN, HARVEY#	180,585J	1.26
14 UNITED STATES FIDELITY & GUARANTY CO	174,400	1.21
U S FID & GUAR INSUR COS-COMBINED (174400)		
15 MASSACHUSETTS MUTUAL LIFE INSUR CO	150,500	1.05
MASS MUTUAL INSUR CO/FUNDS-COMB (150500)		
16 BATTERYMARCH FINANCIAL MNGT CORP	150,100	1.04
17 NEW YORK LIFE INSURANCE CO	131,840	.92
18 CONNECTICUT GENERAL INSURANCE CORP	129,900	.90
CONN GENL INSUR COS/FDS-COMBINED (129900)		
19 MORGAN (J P) & CO INC<	120,000	.83
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (120000)		
20 CHEMICAL NEW YORK CORP	116,100	.81
21 LINCOLN NATIONAL CORP<	112,183	.78
LINCOLN NATL INSUR/FDS-COMBINED (112183)		
22 MYERS, JONATHAN P#	111,480J	.77
23 CENTRAN CORP	102,708	.71
24 ST PAUL COMPANIES INC<	97,900	.68
ST PAUL INSUR COS/FDS-COMBINED (97900)		
25 WRIGHT INVESTORS' SERVICE	91,887	.64
26 CONTINENTAL ILLINOIS CORP	77,400	.54
27 STANFORD UNIVERSITY	76,700G	.53
28 I N C O LTD (CANADA)	75,900	.53
I N C O CAPITAL MANAGEMENT INC (75900)		
29 FIRST PENNSYLVANIA CORP	75,700	.52
30 SEARS ROEBUCK & CO	75,000	.52
SEARS INVEST MNGT-PEN & SAVING PLS (75000)		
31 FIDUCIARY TRUST CO OF NEW YORK	68,855	.48
FIDUCIARY TRUST/FUNDS-COMBINED (68855)		
32 PRINCETON UNIVERSITY	65,000F	.45
33 NORTHERN TRUST CORP	64,174	.44
34 HELLER (WALTER E) INTERNATIONAL CORP	63,641	.44
AMERICAN NATL BK & TR CO/CHICAGO (63641)		
35 COMMERCE BANCSHARES INC	60,980	.42
36 EATON FINANCIAL SERVICES LTD (CANADA)	55,000	.38
EATON FUND MANAGEMENT LTD*		
EATON BAY FUNDS-COMBINED (55000)		
37 WELLS FARGO & CO	53,400	.37
38 BANKERS TRUST NEW YORK CORP	51,870	.36
39 YALE UNIVERSITY	41,000F	.28
40 PENNSYLVANIA, UNIVERSITY OF	40,000	.27
41 BANCOKLAHOMA CORP/BK OF OKLAHOMA NA	36,500	.25
42 GENERAL AMERICAN LIFE INSURANCE CO	34,500H	.24
43 WASHINGTON UNIVERSITY	33,309	.23
44 MARKS, JERRY	32,759	.22
45 IOWA PUBLIC EMPLOYEES RETIREMENT SYSTEM	32,000	.22
46 NEW YORK CITY COMPTROLLER'S OFFICE	31,200	.21
47 NEW YORK STATE COMMON RETIREMENT FUND	30,000H	.20
48 U S TRUST CORP	29,350	.20
49 CULLEN/FROST BANKERS INC	28,825	.20
TOTALS	8,336,619	58.26%

INTERCO - CONTINUED

TOP 5 CONTROL 24.20% OF STOCK TOP 15 CONTROL 41.51% OF STOCK
TOP 10 CONTROL 35.11% OF STOCK TOP 20 CONTROL 46.04% OF STOCK

INTERLAKE INC

(SHARES O/S: 5,982,000)

Principal Stockholders	Shares	%
1 MADISON FUND INC	900,000	15.04
2 FIRST CHICAGO CORP<	400,000	6.68
INTERLAKE SALARIED EMPLOYEES SAVINGS PLAN/1900 PCTS (400000)		
3 MORGAN (J P) & CO INC<	225,000	3.76
4 MADISON FUND INC	200,000	3.34
5 BATTERYMARCH FINANCIAL MNGT CORP	87,700	1.46
6 NEUBERGER & BERMAN+	59,400	.99
NEUBERGER & BER MNGT/FDS-COMBINED (59400)		
7 MACDONALD, REYNOLD C#	41,618J	.69
8 WELLS FARGO & CO	35,521	.59
9 OPPENHEIMER HOLDINGS INC+	30,000	.50
OPPENHEIMER FUNDS-COMBINED (30000)		
10 STATE FARM MUTL AUTOMOBILE INSUR CO	30,000H	.50
STATE FARM INSUR COS-COMBINED (30000)		
11 JACOBS, ROBERT#	25,307J	.42
12 BURGERT, FRANK J#	23,239E	.38
13 FIDELITY UNION BANCORP	23,100	.38
14 WESTERN BANCORPORATION<	22,394	.37
15 SECURITY NEW YORK STATE CORP	21,905J	.36
16 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	21,100	.35
17 SOUTH CAROLINA NATL CORP	20,773	.34
18 LEHMAN BROTHERS KUHN LOEB INC	16,400	.27
LEHMAN MANAGEMENT CO INC* (16400)		
19 HELLER (WALTER E) INTERNATIONAL CORP	15,625	.26
AMERICAN NATL BK & TR CO/CHICAGO (15625)		
TOTALS	2,199,082	36.76%

TOP 5 CONTROL 30.30% OF STOCK TOP 15 CONTROL 35.52% OF STOCK
TOP 10 CONTROL 33.58% OF STOCK TOP 20 CONTROL 36.76% OF STOCK

INTL BUSINESS MACHINES

(SHARES O/S: 583,374,000)

Principal Stockholders	Shares	%
1 MORGAN (J P) & CO INC<	13,747,000	2.35
2 MANUFACTURERS HANOVER CORP< (6160373)	9,200,729	1.57
EDIE (LIONEL D) & CO INC (3040356)		
3 BANKERS TRUST NEW YORK CORP	5,833,014	.99
4 CHASE MANHATTAN CORP	5,720,560	.98
5 TIAA-CREF	5,695,700	.97
COLLEGE RETIREMENT EQUITIES FUND (5695700)		
6 U S TRUST CORP	5,194,273	.89
7 CHEMICAL NEW YORK CORP	5,094,506	.87
8 CITICORP<	4,955,638	.84
9 CONTINENTAL CORP<	4,818,060	.82
CONTINENTAL CORP/INSUR COS-COMB (4818060)		
10 MARSH & MCLENNAN COS INC<	4,079,774	.69
PUTNAM MNGT/FUNDS-COMBINED (2858878)		
EBERSTADT ASSET MNGT/FDS-COMBINED (1220896)		
11 BANK OF NEW YORK CO INC	4,048,829	.69
12 CAPITAL GROUP INC	3,718,600	.63
CAPITAL GUARDIAN TRUST CO (2320000)		
CAPITAL RES & MNGT/FUNDS-COMBINED (1398600)		
13 GENERAL ELECTRIC CO	3,715,100	.63
GENERAL ELECTRIC PENSION TRUST (3715100)		
14 MELLON NATIONAL CORP	3,704,624	.63
15 SAROFIM (FAYEZ) & CO	3,645,554	.62
16 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	3,523,041	.60
BANK OF CALIFORNIA NA (3523041)		
17 NATIONAL DETROIT CORP	3,341,047	.57
18 WELLS FARGO & CO	3,225,988	.55
19 DUPONT FAMILY INTERESTS	2,871,577	.49
DU PONT (E I) DE NEMOURS & CO INC (1539280)		
WILMINGTON TRUST CO (1332297)		
20 STATE STREET RESEARCH & MANAGEMENT CO*	2,843,508	.48
21 PRUDENTIAL INSURANCE CO OF AM	2,785,600	.47
PRUDENTIAL INSUR COS/FUNDS-COMB (2785600)		
22 NORTHERN TRUST CORP	2,705,458	.46
23 ROWE PRICE (T) & ASSOCIATES INC*	2,663,436	.45
24 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	2,374,500	.40
25 FIRST CHICAGO CORP<	2,304,171	.39

INTL BUSINESS MACHINES - CONTINUED

Principal Stockholders	Shares	%
26 AMERITRUST CO	2,247,395	.38
27 FIDUCIARY TRUST CO OF NEW YORK	2,105,329	.36
FIDUCIARY TRUST/FUNDS-COMBINED (2105329)		
28 HARRIS BANKCORP INC	2,076,000	.35
29 WESTERN BANCORPORATION<	2,055,680	.35
30 NATIONAL CITY CORP	2,050,000	.35
31 HELLER (WALTER E) INTERNATIONAL CORP	2,047,948	.35
AMERICAN NATL BK & TR CO/CHICAGO (2047948)		
32 UNITED STATES STEEL CORP	1,987,280	.34
US STEEL & CARNEGIE PENSION TR (1987280)		
33 EQUITABLE LIFE ASSUR SOCIETY OF US	1,954,500	.33
34 BABSON (DAVID L) & CO INC*	1,928,375	.33
35 SHEARSON LOEB RHOADES INC<	1,879,593	.32
BOSTON CO INC (1879593)		
36 DONALDSON LUFKIN & JENRETTE INC<	1,876,874	.32
37 AETNA LIFE & CASUALTY CO	1,845,516H	.31
AETNA INSUR COS/FDS-COMBINED (1845516)		
38 NEW ENGLAND MERCHANTS CO INC	1,822,782	.31
39 LINCOLN FIRST BANKS INC	1,789,702	.30
40 PROVIDENT NATIONAL CORP<	1,747,226	.29
41 BATTERYMARCH FINANCIAL MNGT CORP	1,746,348	.29
42 GIRARD CO	1,716,732	.29
43 FIRST UNION BANCORP	1,694,645	.29
44 MASSACHUSETTS FINANCIAL SERVICES INC*	1,674,080	.28
45 FIDELCOR INC	1,651,198	.28
46 STATE FARM MUTL AUTOMOBILE INSUR CO	1,597,308H	.27
STATE FARM INSUR COS-COMBINED (1597308)		
47 NEW YORK STATE TEACHERS RETIR FUND	1,585,008	.27
48 SCUDDER STEVENS & CLARK CO*	1,582,703	.27
49 FIRST NATIONAL BOSTON CORP	1,540,835	.26
50 CBT CORP	1,483,538	.25
51 CALIFORNIA, UNIVERSITY OF	1,421,313	.24
52 CONTINENTAL ILLINOIS CORP	1,406,444	.24
53 MIDLAND BANK GROUP< (ENGLAND)	1,389,250	.23
CROCKER NATIONAL CORP (1389250)		
54 FORD FOUNDATION	1,360,000	.23
55 NEW YORK STATE COMMON RETIREMENT FUND	1,352,800H	.23
56 JENNISON ASSOCIATES CAPITAL CORP	1,306,256	.22
57 MERCANTILE BANKSHARES CORP<	1,253,915	.21
58 NEW ENGLAND MUTUAL LIFE INSUR CO	1,212,589	.20
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (1212589)		
59 FIRST BANK SYSTEM INC	1,208,923	.20
60 STATE STREET BOSTON CORP	1,177,476	.20
61 BANKAMERICA CORP<	1,172,830	.20
62 NORTHWEST BANCORPORATION<	1,172,584	.20
NORTHWESTERN NATL BK MINNEAPOLIS (1172584)		
63 MINNESOTA STATE BOARD OF INVESTMENT	1,013,356G	.17
64 NEW YORK CITY COMPTROLLER'S OFFICE	943,000	.16
TOTALS	174,887,618	29.97%

TOP 5 CONTROL 6.89% OF STOCK TOP 15 CONTROL 14.25% OF STOCK
TOP 10 CONTROL 11.02% OF STOCK TOP 20 CONTROL 16.96% OF STOCK

INTERNATIONAL HARVESTER

(SHARES O/S: 30,590,000)

Principal Stockholders	Shares	%
1 CONTINENTAL ILLINOIS CORP	2,884,036J	9.42
INTL HARVESTER SAL EMPS SAV & INVEST PROGRAM/15499 PCTS (2884036)		
2 TELEDYNE INC	2,795,101	9.13
3 BATTERYMARCH FINANCIAL MNGT CORP	1,494,094	4.88
4 LORD ABBETT & CO*	572,500	1.87
5 TEMPLETON (JOHN M) FAMILY INTERESTS	377,000	1.23
TEMPLETON INVEST CNSL LTD* (CAN) (377000)		
6 MCCORMICK, BROOKS & FAMILY INTERESTS#	206,381	.67
7 FIRESTONE TIRE & RUBBER CO	171,100	.55
FIRESTONE TIRE & RUBBER PEN FUND (171100)		
8 I N C O LTD (CANADA)	162,000	.52
I N C O CAPITAL MANAGEMENT INC (162000)		
9 WELLS FARGO & CO	160,399	.52
10 CAPITAL GROUP INC	155,000	.50
CAPITAL RES & MNGT/FUNDS-COMBINED (155000)		
11 MIAMI CORP	150,000J	.49
12 MORGAN (J P) & CO INC<	140,000*	.45
13 CRUM & FORSTER<	124,800	.40
CRUM & FORSTER INSUR COS-COMBINED (124800)		
14 BANKERS TRUST NEW YORK CORP	123,230	.40

INTERNATIONAL HARVESTER - CONTINUED

Principal Stockholders	Shares	%
15 FIRST CHICAGO CORP<	108,170	.35
INTL HARVESTER SAL EMP ESOP-16601 (74718)		
16 HELLER (WALTER E) INTERNATIONAL CORP	100,091	.32
AMERICAN NATL BK & TR CO/CHICAGO (100091)		
17 LINCOLN NATIONAL CORP<	100,035	.32
LINCOLN NATL INSUR/FDS-COMBINED (100035)		
18 MCCARDELL, ARCHIE R#	83,758	.27
19 WESTERN BANCORPORATION<	73,033	.23
20 WERTHEIM & CO INC	65,800	.21
21 FORD FOUNDATION	65,300	.21
22 CHARTER CO<	63,558	.20
FOUNDERS MNGR/FUNDS-COMBINED (63558)		
TOTALS	10,175,386	33.26%

TOP 5 CONTROL 26.55% OF STOCK   TOP 15 CONTROL 31.46% OF STOCK
TOP 10 CONTROL 29.34% OF STOCK   TOP 20 CONTROL 32.84% OF STOCK

INTL MINERALS & CHEMICAL

(SHARES O/S 27,098,000)

Principal Stockholders	Shares	%
1 LEIR, HENRY J & FAMILY	1,972,983	7.28
2 KEMPER FAMILY GROUP	1,152,098	4.25
KEMPER INSUR COS/FDS-COMBINED (1152098)		
3 DUPONT FAMILY INTERESTS	974,700	3.59
DU PONT (E I) DE NEMOURS & CO INC (974700)		
4 BARING BROTHERS INC (ENGLAND)	790,350	2.91
ENDOWMENT MANAGEMENT & RES CO* (790350)		
5 SAROFIM (FAYEZ) & CO	724,275	2.67
6 NEW JERSEY DIVISION OF INVESTMENTS	680,000J	2.50
7 PARIBAS GROUP (FRANCE)	657,600	2.42
BANQUE DE PARIS ET DES PAYS-BAS (657600)		
8 CITICORP<	642,506	2.37
INTL MINERALS & CHEMICALS ESOP/2765 PCTS (149275)		
9 BRUNDAGE STORY & ROSE	611,721	2.25
10 MORGAN (J P) & CO INC<	417,000	1.53
11 HARRIS BANKCORP INC	389,067	1.43
INTL MINERAL & CHEMICALS INVESTMENT PL FOR SALARIED EMPS (389067)		
12 KIRBY FAMILY GROUP-ALLEGHANY CORP<	383,350	1.41
ALLEGHANY CORP (383350)		
13 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	375,000	1.38
14 TRUST CO OF THE WEST	343,550	1.26
T C W ASSET MANAGEMENT CO (343550)		
15 FIDUCIARY TRUST CO OF NEW YORK	297,308	1.09
FIDUCIARY TRUST/FUNDS-COMBINED (297308)		
16 UNITED STATES FIDELITY & GUARANTY CO	282,650	1.04
U S FID & GUAR INSUR COS-COMBINED (282650)		
17 PRUDENTIAL INSURANCE CO OF AM	275,100	1.01
PRUDENTIAL INSUR COS/FUNDS-COMB (275100)		
18 MATHERS & CO INC* (175650)	265,650	.98
MATHERS FUND (90000)		
19 MARSH & MCLENNAN COS INC<	225,800	.83
EBERSTADT ASSET MNGT/FDS-COMBINED (225800)		
20 ROBECO (HOLLAND)	225,000H	.83
21 NEWMONT MINING CORP	186,850	.68
22 TIAA-CREF	175,700	.64
COLLEGE RETIREMENT EQUITIES FUND (175700)		
23 SELIGMAN (J & W) & CO+	175,000	.64
SELIGMAN/FUNDS-COMBINED (175000)		
24 CAPITAL SUPERVISORS INC	167,961	.61
25 FORD FOUNDATION	159,000	.58
26 AETNA LIFE & CASUALTY CO	156,550H	.57
AETNA INSUR COS/FDS-COMBINED (156550)		
27 FIRST NATIONAL BANCORP INC	149,175	.55
28 CAMPBELL ADVISORS INC	138,875	.51
29 NEW YORK CITY COMPTROLLER'S OFFICE	130,100	.48
30 WELLS FARGO & CO	123,297	.45
31 COLUMBIA MANAGEMENT CO*	122,300	.45
32 RAINIER BANCORPORATION	118,500	.43
33 HARRIS BANKCORP INC	114,000	.42
34 GATES RUBBER CO<	111,000	.40
FINANCIAL PROGRAMS INC* (111000)		
35 BEA ASSOCIATES INC	110,500	.40
36 TRAVELERS CORP<	104,600	.38
TRAVELERS/KEYSTONE FUNDS-COMBINED (104600)		
37 WESTERN BANCORPORATION<	102,702	.37

INTL MINERALS & CHEMICAL - CONTINUED

Principal Stockholders	Shares	%
38 INVESCO CAPITAL MNGT INC	85,500	.31
39 HELLER (WALTER E) INTERNATIONAL CORP	85,120	.31
AMERICAN NATL BK & TR CO/CHICAGO (85120)		
40 DONALDSON LUFKIN & JENRETTE INC<	85,000	.31
ALLIANCE CAPITAL MANAGEMENT CORP* (85000)		
41 NEW ENGLAND MUTUAL LIFE INSUR CO	80,000	.29
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (80000)		
42 ARIZONA STATE RETIREMENT SYSTEM	75,000J	.27
43 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	75,000	.27
44 U S TRUST CORP	74,226	.27
45 G S I INC	72,900	.26
PENMARK INVESTMENTS INC (72900)		
46 MARYLAND STATE RETIREMENT SYSTEMS	67,500	.24
47 BANKERS TRUST NEW YORK CORP	62,285	.22
48 CITIZENS FIDELITY CORP	60,975	.22
49 INTER-REGIONAL FINANCIAL CORP	60,550	.22
INVESTMENT ADVISERS INC (60550)		
50 KENTUCKY STATE RETIREMENT SYSTEM	60,000J	.22
51 INA CORP<	60,000	.22
INA INSUR COS/FDS-COMBINED (60000)		
52 MILBANK, JEREMIAH & FAMILY#	59,248	.21
53 CHEMICAL NEW YORK CORP	58,989	.21
54 CORNELL UNIVERSITY	56,200	.20
55 BATTERYMARCH FINANCIAL MNGT CORP	55,700	.20
56 STATE MTL LIFE ASSUR CO OF AMERICA	54,500	.20
STATE MTL LIFE INSUR/FDS-COMBINED (54500)		
TOTALS	15,320,511	56.53%

TOP 5 CONTROL 20.71% OF STOCK   TOP 15 CONTROL 38.42% OF STOCK
TOP 10 CONTROL 31.82% OF STOCK   TOP 20 CONTROL 43.12% OF STOCK

INTERNATIONAL MULTIFOODS

(SHARES O/S 8,035,000)

Principal Stockholders	Shares	%
1 BEAN FAMILY INTERESTS#	893,780J	11.12
BEAN, ATHERTON & FAMILY (361780)		
BEAN, JOHN E & FAMILY (382000)		
ATHWIN FOUNDATION (150000)		
2 NORTHWEST BANCORPORATION<	642,506	7.99
INTL MULTIFOODS SAL EMPS VOLUNTARY INVEST & SAV PL/1262 PCTS (497632)		
3 FIRST BANK SYSTEM INC	254,394	3.16
4 NEUBERGER & BERMAN+	168,400	2.09
NEUBERGER & BER MNGT/FDS-COMBINED (168400)		
5 WILKINS & NANOVIC ASSOCIATES	124,000	1.54
6 MORGAN (J P) & CO INC<	100,000	1.24
7 PHILLIPS, WILLIAM G & FAMILY#	93,311J	1.16
8 OLSON, EARL	81,700	1.01
9 CARLETON COLLEGE	78,840J	.98
10 CHUBB CORP<	40,000H	.49
CHUBB INSUR COS-COMBINED (40000)		
11 RUNKE, DARRELL M & FAMILY#	36,674J	.45
12 MICHIGAN NATIONAL CORP	34,300	.42
13 NATIONAL SECURITIES & RESEARCH CORP*	20,300	.25
14 WORKMAN, LLOYD E#	18,500X	.23
15 MANUFACTURERS LIFE INSUR CO (CANADA)	18,000	.22
16 HOWARD, ROBERT M#	15,676J	.19
TOTALS	2,620,381	32.61%

TOP 5 CONTROL 25.92% OF STOCK   TOP 15 CONTROL 32.41% OF STOCK
TOP 10 CONTROL 30.82% OF STOCK   TOP 20 CONTROL 32.61% OF STOCK

INTERNATIONAL PAPER

(SHARES O/S 48,080,000)

Principal Stockholders	Shares	%
1 TIAA-CREF	2,369,914	4.92
COLLEGE RETIREMENT EQUITIES FUND (2369914)		
2 CAPITAL GROUP INC	1,290,400	2.68
CAPITAL GUARDIAN TRUST CO (1290400)		
3 SAROFIM (FAYEZ) & CO	1,071,616	2.22
4 DUPONT FAMILY INTERESTS	799,901	1.66
DU PONT (E I) DE NEMOURS & CO INC (799901)		
5 WISCONSIN INVESTMENT BOARD	691,800	1.43
6 CHEMICAL NEW YORK CORP	689,086	1.43
INTL PAPER SAV INV PL-9049 PCTS (529304)		

INTERNATIONAL PAPER - CONTINUED

Principal Stockholders	Shares	%
7 UNITED STATES STEEL CORP	673,347	1.40
US STEEL & CARNEGIE PENSION TR (673347)		
8 LAZARD FRERES & CO	640,780	1.33
9 PRUDENTIAL INSURANCE CO OF AM	607,700	1.26
PRUDENTIAL INSUR COS/FUNDS-COMB (607700)		
10 TORRAY, CLARK & CO INC	571,800	1.18
11 BATTERYMARCH FINANCIAL MNGT CORP	501,917	1.04
12 BANK OF NEW YORK CO INC	475,997	.99
13 SCUDDER STEVENS & CLARK CO*	469,747	.97
14 WESTERN BANCORPORATION<	420,137	.87
15 DODGE & COX INC*	413,748	.86
16 CONTINENTAL CORP<	404,364	.84
CONTINENTAL CORP/INSUR COS-COMB (404364)		
17 DELAWARE MANAGEMENT CO INC*	394,400	.82
18 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	385,424	.80
19 GENERAL ELECTRIC CO	384,447	.79
GENERAL ELECTRIC PENSION TRUST (384447)		
20 HARRIS BANKCORP INC	383,000	.79
21 MELLON NATIONAL CORP	372,205	.77
22 KIRBY FAMILY GROUP-ALLEGHANY CORP<	350,000	.72
ALLEGHANY CORP (100000)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (250000)		
23 FORD FOUNDATION	345,247	.71
24 TEXAS PERMANENT SCHOOL FUND	344,000	.71
25 AMERITRUST CO	341,646	.71
26 LORD ABBETT & CO*	332,099	.69
27 MANUFACTURERS HANOVER CORP<	323,071	.67
EDIE (LIONEL D) & CO INC (323071)		
28 ROTHSCHILD (L F) UNTERBERG TOWBIN	323,000	.67
29 NEW YORK STATE TEACHERS RETIR FUND	304,630	.63
30 MORGAN (J P) & CO INC<	296,522	.61
31 WELLS FARGO & CO	247,452	.51
32 SEARS ROEBUCK & CO	219,000	.45
ALLSTATE INSUR COS/FDS-COMBINED (219000)		
33 GREEN (DAVID J) & CO	217,692	.45
34 ROBECO (HOLLAND)	200,000H	.41
35 FIRST NATIONAL BOSTON CORP	199,550	.41
36 NEW ENGLAND MERCHANTS CO INC	197,520	.41
37 NEW YORK STATE COMMON RETIREMENT FUND	188,600H	.39
38 MARINE BANCORP INC	179,559	.37
39 HONG KONG & SHANGHAI BANKING CORP	178,324	.37
MARINE MIDLAND BANKS INC (178324)		
40 MINNESOTA STATE BOARD OF INVESTMENT	175,300G	.36
41 WASHINGTON DEPT OF RETIREMENT SYSTEMS	173,800	.36
42 MUTUAL LIFE INSURANCE CO OF NY	172,100	.35
43 BANKERS TRUST NEW YORK CORP	171,687	.35
44 CHASE MANHATTAN CORP	169,465	.35
45 NEW YORK LIFE INSURANCE CO	167,800	.34
46 HELLER (WALTER E) INTERNATIONAL CORP	166,140	.34
AMERICAN NATL BK & TR CO/CHICAGO (166140)		
47 ILLINOIS STATE TEACHERS RETIR SYSTEM	160,001J	.33
48 CITICORP<	158,864	.33
49 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	154,289J	.32
50 SECURITY NEW YORK STATE CORP	150,706J	.31
51 BANKERS LIFE CO	147,200	.30
52 DETROITBANK CORP	143,595	.29
53 ALABAMA BANCORP	141,258	.29
54 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	139,418G	.28
55 BULLOCK (CALVIN) LTD*	136,400	.28
56 CENTRAN CORP	132,415	.27
57 NEUBERGER & BERMAN+	131,375	.27
NEUBERGER & BER MNGT/FDS-COMBINED (131375)		
58 INVESCO CAPITAL MNGT INC	129,000	.26
59 ROWE PRICE (T) & ASSOCIATES INC*	124,083	.25
60 NATIONWIDE MUTUAL INSUR CO	123,234H	.25
NATIONWIDE INSUR COS/FUNDS-COMB (123234)		
61 FIRST KENTUCKY NATL CORP	120,437	.25
62 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	119,249	.24
63 SOROS FUND MANAGEMENT INC	115,200	.23
64 METROPOLITAN LIFE INSURANCE CO	114,380H	.23
65 AMERICAN EXPRESS CO<	112,500	.23
AMERICAN EXP INSUR COS-COMBINED (112500)		
66 FARMERS GROUP INC<	110,400	.22
FARMERS GROUP INSUR COS-COMBINED (110400)		
67 OPPENHEIMER HOLDINGS INC+	110,167	.22
68 OLD KENT FINANCIAL CORP	109,255	.22
69 PROVIDENT NATIONAL CORP<	108,266	.22
70 UNION CARBIDE CORP	107,500	.22
71 BRUNDAGE STORY & ROSE	106,473	.22
72 NEW MEXICO STATE PERMANENT FUND	105,000J	.21
73 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	105,000	.21
74 ARIZONA STATE RETIREMENT SYSTEM	105,000J	.21
75 TEXAS, UNIVERSITY OF	104,600	.21
76 CONTINENTAL INVESTMENT CORP<	103,492	.21
WADDELL & REED FDS-COMBINED (103492)		
77 STANDISH AYER & WOOD INC*	101,500	.21
78 WERTHEIM & CO INC	100,311	.20
TOTALS	23,926,502	49.76%

TOP 5 CONTROL 12.94% OF STOCK TOP 15 CONTROL 24.30% OF STOCK
TOP 10 CONTROL 19.56% OF STOCK TOP 20 CONTROL 28.36% OF STOCK

INTL TELEPHONE & TELEGRAPH

(SHARES O/S 114,568,000)

Principal Stockholders	Shares	%
1 DUPONT FAMILY INTERESTS	4,112,900	3.58
DU PONT (E I) DE NEMOURS & CO INC (4112900)		
2 BANKERS TRUST NEW YORK CORP	4,025,435	3.51
ITT INVEST & SAV PL FOR SALARIED EMPS-22500 PCTS (3000000)		
HARTFORD FIRE INSUR INVEST & SAV PL FOR SALARIED EMPS-9000 PCTS (745098)		
3 BATTERYMARCH FINANCIAL MNGT CORP	2,702,004	2.35
4 TIAA-CREF	2,385,700	2.08
COLLEGE RETIREMENT EQUITIES FUND (2385700)		
5 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	2,019,712	1.76
6 DELAWARE MANAGEMENT CO INC*	1,849,142	1.61
7 ROWE PRICE (T) & ASSOCIATES INC*	1,800,090	1.57
8 FIRST CHICAGO CORP<	1,695,640	1.48
9 WELLS FARGO & CO	1,687,323	1.47
10 CHASE MANHATTAN CORP	1,641,196	1.43
11 EASON FAMILY INTERESTS	1,470,829Y	1.28
WEINMANN, VIRGINIA EASON & JOHN (1259250)		
TAFT, JOSEPH H (211579)		
12 GENSTAR LTD (CANADA)	1,257,995C	1.09
GENSTAR PACIFIC CORP (969950)		
SUTTER HILL VENTURES & ASSOC (288045)		
13 FMR CORP	1,208,200	1.05
FIDELITY MNGT & RESEARCH CO* (800000)		
FMR/FUNDS-COMBINED (408200)		
14 HELMERICH FAMILY INTERESTS	1,061,450Y	.92
HELMERICH & PAYNE INC (1061450)		
15 TEXAS TEACHERS RETIR SYSTEM	1,019,100	.88
16 REPUBLIC OF TEXAS CORP<	893,062	.77
17 WHITNEY, JOHN HAY FAMILY INTERESTS	884,313C	.77
WHITNEY (JH) & CO & ASSOC (872853)		
ACKERMAN, DON E & FAM (11460)		
18 FIRST OKLAHOMA BANCORP INC	820,076	.71
19 UNITED STATES STEEL CORP	784,954	.68
US STEEL & CARNEGIE PENSION TR (784954)		
20 MARSH & MCLENNAN COS INC<	741,100	.64
PUTNAM MNGT/FUNDS-COMBINED (741100)		
21 AMERICAN GENERAL INSURANCE CO<	711,578	.62
AMERICAN GENL INSUR CO-COMBINED (351578)		
AMERICAN GENERAL FDS-COMBINED (360000)		
22 MANUFACTURERS HANOVER CORP<	681,532	.59
23 MORGAN (J P) & CO INC<	647,000	.56
24 MERCANTILE BANCORPORATION INC	610,393	.53
25 OHIO STATE TEACHERS RETIR SYSTEM	590,000	.51
26 MUTUAL LIFE INSURANCE CO OF NY	588,200	.51
27 BOATMENS BANKSHARES INC	554,881	.48
28 GENERAL ELECTRIC CO	526,400	.45
GENERAL ELECTRIC PENSION TRUST (526400)		
29 NEW YORK STATE COMMON RETIREMENT FUND	516,000H	.45
30 EXXON CORP	514,502	.44
31 NORTHERN TRUST CORP	512,608	.44
32 HARTFORD NATIONAL CORP	493,222	.43
33 FIRST UNION BANCORP	487,554	.42
34 MARYLAND STATE RETIREMENT SYSTEMS	482,007	.42
35 ROCKEFELLER FAMILY INTERESTS	449,425	.39
ROCKEFELLER & CO INC (449425)		
36 EXXON CORP	437,502C	.38
37 HELLER (WALTER E) INTERNATIONAL CORP	431,935	.37
AMERICAN NATL BK & TR CO/CHICAGO (431935)		

INTL TELEPHONE & TELEGRAPH - CONTINUED

Principal Stockholders	Shares	%
38 MELLON NATIONAL CORP	424,945	.37
39 INSTITUTIONAL CAPITAL CORP	418,100	.36
40 WERTHEIM & CO INC	384,733	.33
41 LEE, SEN LIN	381,885C	.33
42 SCHROEDER, ROBERT E	381,885C	.33
43 GRANTHAM MAYO VAN OTTERLOO & CO*	378,148	.33
44 EVANS, RAY M FAM & AFFILIATES	366,161X	.31
EVANS, RAY M (4146)		
DICKINSON CO (362015)		
45 CONTINENTAL INVESTMENT CORP<	365,204	.31
WADDELL & REED FDS-COMBINED (365204)		
46 PROVIDENT NATIONAL CORP<	363,601	.31
47 MINNESOTA STATE BOARD OF INVESTMENT	356,517G	.31
48 HARRIS BANKCORP INC	346,000	.30
49 DODGE & COX INC*	342,857	.29
50 CBT CORP	336,820	.29
51 CABELL-GILTINAN FAMILY INTERESTS	334,781X	.29
CABELL, CHARLES A (5270)		
CABELL FAMILY TRUSTS (18122)		
CABELL CO (310250)		
GILTINAN, DAVID M JR & FAMILY (1139)		
52 WESTERN BANCORPORATION<	325,645	.28
53 NEUBERGER & BERMAN+	307,571	.26
NEUBERGER & BER MNGT/FDS-COMBINED (307571)		
54 OPPENHEIMER HOLDINGS INC+	282,576	.24
55 SHEARSON LOEB RHOADES INC<	270,426	.23
BOSTON CO INC (270426)		
56 U S TRUST CORP	268,772	.23
57 CONTINENTAL ILLINOIS CORP	267,909	.23
58 FIRESTONE TIRE & RUBBER CO	260,000	.22
FIRESTONE TIRE & RUBBER PEN FUND (260000)		
59 QUINN, MORTON & FAMILY	251,898X	.21
60 SAROFIM (FAYEZ) & CO	250,156	.21
61 ROBECO (HOLLAND)	250,000H	.21
62 MIDLAND BANK GROUP< (ENGLAND)	248,527	.21
CROCKER NATIONAL CORP (248527)		
63 THOMAS FAMILY INTERESTS	220,722X	.19
THOMAS, JAMES R FAM & ASSOC (91110)		
THOMAS, L NEWTON & FAMILY (122080)		
THOMAS, L NEWTON JR & FAMILY (46482)		
64 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	213,417	.18
65 ILLINOIS STATE TEACHERS RETIR SYSTEM	210,000J	.18
TOTALS	52,104,216	45.47%

TOP 5 CONTROL 13.30% OF STOCK   TOP 15 CONTROL 26.13% OF STOCK
TOP 10 CONTROL 20.87% OF STOCK   TOP 20 CONTROL 29.72% OF STOCK

IOWA BEEF PROCESSORS

(SHARES O/S: 9,454,000)

Principal Stockholders	Shares	%
1 MURDOCK, DAVID H FAMILY INTERESTS	1,903,984	20.13
INTERNATIONAL MINING CORP (1903984)		
2 GENERAL AMERICAN INVESTORS CO INC	269,800	2.85
3 REPUBLIC OF TEXAS CORP<	244,390	2.58
4 ROTHSCHILD (L F) UNTERBERG TOWBIN	216,000	2.28
5 MACKAY-SHIELDS FINANCIAL CORP	212,100	2.24
6 BRISTOL, JOHN W INTERESTS	206,710	2.18
BRISTOL (JOHN W) & CO INC (206710)		
7 EQUITABLE LIFE ASSUR SOCIETY OF US	200,000	2.11
8 NEUBERGER & BERMAN+	188,517	1.99
NEUBERGER & BER MNGT/FDS-COMBINED (188517)		
9 PETERSON, ROBERT L#	180,985	1.91
10 LINCOLN CAPITAL MANAGEMENT CO	168,200	1.77
11 HAIGLER, J FRED#	149,152J	1.57
12 CONTINENTAL ILLINOIS CORP	132,400	1.40
13 SEARS ROEBUCK & CO	132,100	1.39
SEARS INVEST MNGT-PEN & SAVING PLS (132100)		
14 HOLMAN, CURRIER J# - DECEASED	109,972D	1.16
15 MANUFACTURERS HANOVER CORP<	105,500	1.11
EDIE (LIONEL D) & CO INC (105500)		
16 TRW INC	95,000	1.00
TRW INVESTMENT MANAGEMENT (95000)		
17 WAITE & CORRENTI	91,100	.96
18 HAINES, PERRY V#	76,698	.81
19 RUANE CUNNIFF & CO INC	73,870	.78
20 BANK OF NEW YORK CO INC	70,120	.74
21 TINSTMAN, DALE C#	67,430	.71

IOWA BEEF PROCESSORS - CONTINUED

Principal Stockholders	Shares	%
22 ROSENBERG CAPITAL MANAGEMENT	55,900	.59
23 HUNTINGTON BANCSHARES INC	46,900	.49
24 STEIN ROE & FARNHAM*	41,800	.44
25 AGF MANAGEMENT LTD* (CANADA)	40,000J	.42
AGF FUNDS-COMBINED (40000)		
26 MERRILL LYNCH & CO INC<	40,000	.42
MERRILL LYNCH ASSET MNGT CO INC* (40000)		
27 FIDUCIARY TRUST CO OF NEW YORK	39,400	.41
FIDUCIARY TRUST/FUNDS-COMBINED (39400)		
28 OPPENHEIMER HOLDINGS INC+	38,850	.41
29 HELLER (WALTER E) INTERNATIONAL CORP	35,500	.37
AMERICAN NATL BK & TR CO/CHICAGO (35500)		
30 HILL SAMUEL GROUP LTD<	35,000	.37
HILL SAMUEL UNIT TRUST MANAGER LTD (35000)		
31 I N C O LTD (CANADA)	34,300	.36
I N C O CAPITAL MANAGEMENT INC (34300)		
32 WALKER, ARDEN C#	33,876J	.35
33 WELLS FARGO & CO	33,700	.35
34 STOCK, MARVIN A#	30,669	.32
35 HEUBAUM, WILLIAM L#	30,616H	.32
36 WALKER, RUSSELL#	28,202	.29
37 NORTHWEST OHIO BANCSHARES INC	27,250	.28
38 MATHERS & CO INC*	25,600	.27
39 MUNDT, REINEY#	23,756	.25
40 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	23,000	.24
41 INTER-REGIONAL FINANCIAL CORP	21,500	.22
INVESTMENT ADVISERS INC (21500)		
42 MUELLER, JACK W#	20,520J	.21
43 NATIONAL CITY CORP	20,000	.21
44 DELPH, DAVID W#	19,836B	.20
45 NICHOLAS CO*	19,000	.20
NICHOLAS FUND (19000)		
46 GARST, STEPHEN#	12,400	.13
TOTALS	5,671,603	59.99%

TOP 5 CONTROL 30.10% OF STOCK   TOP 15 CONTROL 46.75% OF STOCK
TOP 10 CONTROL 40.09% OF STOCK   TOP 20 CONTROL 51.05% OF STOCK

JIM WALTER

(SHARES O/S: 16,061,000)

Principal Stockholders	Shares	%
1 STATE STREET RESEARCH & MANAGEMENT CO*	1,082,959	6.74
2 LORD ABBETT & CO*	623,800	3.88
3 PRUDENTIAL INSURANCE CO OF AM	621,800	3.87
PRUDENTIAL INSUR COS/FUNDS-COMB (621800)		
4 WALTER, JAMES W & FAMILY ASSOCIATES#	538,299	3.35
WALTER, JAMES W (422225)		
SARAW, ARNOLD F (116074)		
5 DONALDSON LUFKIN & JENRETTE INC< (420100)	509,500	3.17
ALLIANCE CAPITAL MANAGEMENT CORP* (89400)		
6 MASSACHUSETTS FINANCIAL SERVICES INC*	478,200	2.97
7 MORGAN (J P) & CO INC<	478,000	2.97
8 NEW ENGLAND MUTUAL LIFE INSUR CO	384,825	2.39
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (384825)		
9 TEMPLETON (JOHN M) FAMILY INTERESTS	366,100	2.27
TEMPLETON INVEST CNSL LTD* (CAN) (366100)		
10 FIRST CHICAGO CORP<	328,966	2.04
11 TIAA-CREF	320,000	1.99
COLLEGE RETIREMENT EQUITIES FUND (320000)		
12 VAUGHAN NELSON & HARGROVE INC	317,305	1.97
13 BETHLEHEM STEEL CORP	298,600	1.85
BETHLEHEM STEEL CORP PENSION PL (298600)		
14 NEW YORK CITY COMPTROLLER'S OFFICE	291,400	1.81
15 BOATMENS BANKSHARES INC	259,560	1.61
16 BANKERS TRUST NEW YORK CORP	249,200	1.55
17 MILLER ANDERSON & SHERRERD	221,745	1.38
18 MERCANTILE BANCORPORATION INC	219,800	1.36
19 WISCONSIN INVESTMENT BOARD	217,700	1.35
20 BATTERYMARCH FINANCIAL MNGT CORP	204,400	1.27
21 FIRST BANK SYSTEM INC	187,600	1.16
22 ALEXANDER & ALEXANDER SERVICES INC	160,800	1.00
ALEXANDER & ALEXANDER SERVICES INC (160800)		
23 NATIONAL CITY CORP	159,000	.98
24 CONTINENTAL INVESTMENT CORP<	150,000	.93
WADDELL & REED FDS-COMBINED (150000)		
25 STATE MTL LIFE ASSUR CO OF AMERICA	132,600	.82
STATE MTL LIFE INSUR/FDS-COMBINED (132600)		

JIM WALTER - CONTINUED

Principal Stockholders	Shares	%
26 GARDNER & PRESTON MOSS INC	130,490	.81
27 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	116,000G	.72
28 BEA ASSOCIATES INC	97,300	.60
29 WESTERN BANCORPORATION<	83,128	.51
30 GENERAL ELECTRIC CO ELFUN TRUSTS (83000)	83,000	.51
31 CAPITAL GROUP INC CAPITAL RES & MNGT/FUNDS-COMBINED (75000)	75,000	.46
32 NEUBERGER & BERMAN+ NEUBERGER & BER MNGT/FDS-COMBINED (75000)	75,000	.46
33 AMERICAN GENERAL INSURANCE CO< AMERICAN GENL INSUR CO-COMBINED AMERICAN GENERAL FDS-COMBINED (75000)	75,000	.46
34 ILLINOIS MUNICIPAL RETIREMENT FUND	74,700	.46
35 WELLS FARGO & CO	72,715	.45
36 CENTRAN CORP	62,000	.38
37 FIRST UNION BANCORP	58,259	.36
38 WACHOVIA CORP	57,792	.35
39 MINNESOTA MUTUAL LIFE INSUR CO	57,000	.35
40 U S TRUST CORP	56,200	.34
41 CORDELL, JOE B#	55,844	.34
42 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	55,600	.34
43 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	55,227	.34
44 CRUM & FORSTER< CRUM & FORSTER INSUR COS-COMBINED (55000)	55,000	.34
45 THORDIKE DORAN PAINE & LEWIS THORNDIKE-WELLINGTON FUNDS-COMB (53800)	53,800	.33
46 SHEARSON LOEB RHOADES INC< BOSTON CO INC (52742)	52,742	.32
47 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (52000)	52,000	.32
48 FMR CORP FIDELITY MNGT & RESEARCH CO* (51000)	51,000	.31
49 ST PAUL COMPANIES INC< ST PAUL INSUR COS/FDS-COMBINED (50000)	50,000	.31
50 FIRST PENNSYLVANIA CORP	46,500	.28
51 INTER-REGIONAL FINANCIAL CORP INVESTMENT ADVISERS INC (45875)	45,875	.28
52 WASHINGTON DEPT OF RETIREMENT SYSTEMS	45,000	.28
53 AMERICAN NATIONAL FINANCIAL CORP< AMER NATL INSUR COS/FDS-COMBINED (44000)	44,000	.27
54 ALSTON, JAMES D#	40,700	.25
55 ALLENDALE GROUP< ALLENDALE INSUR COS-COMBINED (40000)	40,000	.24
56 UNION BANK OF SWITZERLAND INTRAG* (40000)	40,000H	.24
57 ROYAL TRUST CO (CANADA) ROYAL TRUST FDS-COMBINED (39400)	39,400	.24
58 ALABAMA BANCORP	38,313	.23
59 FIDELCOR INC	35,000	.21
60 CITICORP<	34,740	.21
61 CENTURY BANKS INC (FLORIDA)	32,548	.20
TOTALS	10,939,032	68.10%

TOP 5 CONTROL 21.02% OF STOCK   TOP 15 CONTROL 42.95% OF STOCK
TOP 10 CONTROL 33.69% OF STOCK   TOP 20 CONTROL 49.88% OF STOCK

JOHNS-MANVILLE

(SHARES O/S: 22,154,000)

Principal Stockholders	Shares	%
1 FIRST NATIONAL BANCORP INC JOHNS-MANVILLE EMPLOYEES THRIFT STOCK PURCHASE PLAN-4788 PCTS (1574188)	1,574,188J	7.10
2 BATTERYMARCH FINANCIAL MNGT CORP	1,120,400	5.05
3 MORGAN (J P) & CO INC<	1,110,000	5.01
4 FIRST BANK SYSTEM INC	585,200	2.64
5 WELLS FARGO & CO	472,122	2.13
6 NORTHERN TRUST CORP	431,208	1.94
7 NEW JERSEY DIVISION OF INVESTMENTS	425,000J	1.91
8 TEXAS PERMANENT SCHOOL FUND	416,700	1.88
9 DELAWARE MANAGEMENT CO INC*	395,500	1.78
10 UNITED BANKS OF COLORADO INC	290,359	1.31
11 CONTINENTAL CORP< CONTINENTAL CORP/INSUR COS-COMB (280000)	280,000	1.26
12 KEMPER FAMILY GROUP KEMPER INSUR COS/FDS-COMBINED (263000)	263,000	1.18

JOHNS-MANVILLE - CONTINUED

Principal Stockholders	Shares	%
13 NEW ENGLAND MUTUAL LIFE INSUR CO LOOMIS-SAYLES MNGR/FUNDS-COMBINED (184200)	184,200	.83
14 NATIONAL LIFE INSURANCE CO NATL INSUR COS & SENTINEL FDS (169000)	169,000	.76
15 BRUNDAGE STORY & ROSE	155,850	.70
16 FORD FOUNDATION	150,000	.67
17 UNITED STATES STEEL CORP US STEEL & CARNEGIE PENSION TR (143000)	143,000	.64
18 AMERITRUST CO	134,896	.60
19 FIRST OKLAHOMA BANCORP INC	116,000	.52
20 FIRST & MERCHANTS CORP	112,082	.50
21 TEXAS TEACHERS RETIR SYSTEM	107,300	.48
22 NATIONWIDE MUTUAL INSUR CO NATIONWIDE INSUR COS/FUNDS-COMB (100000)	100,000	.45
23 ROCKEFELLER FAMILY INTERESTS ROCKEFELLER FOUNDATION (82900)	82,900J	.37
24 BANKERS TRUST NEW YORK CORP	80,830	.36
25 GREEN (DAVID J) & CO	71,100	.32
26 WASHINGTON DEPT OF RETIREMENT SYSTEMS	67,000	.30
27 VIRGINIA NATIONAL BANKSHARES INC	66,920	.30
28 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (62702)	62,702	.28
29 MERCANTILE BANCORPORATION INC	60,711	.27
30 JEFFERSON-PILOT CORP<	59,500	.26
31 GEICO CORP	59,400	.26
32 WESTERN BANCORPORATION<	55,689	.25
33 FIFTH THIRD BANK	48,169	.21
TOTALS	9,450,926	42.66%

TOP 5 CONTROL 21.94% OF STOCK   TOP 15 CONTROL 35.53% OF STOCK
TOP 10 CONTROL 30.78% OF STOCK   TOP 20 CONTROL 38.49% OF STOCK

JOHNSON CONTROLS

(SHARES O/S: 12,954,000)

Principal Stockholders	Shares	%
1 POSNER FAMILY INTERESTS	1,029,838	7.94
2 ROWE PRICE (T) & ASSOCIATES INC*	790,435	6.10
3 FIRST WISCONSIN CORP JOHNSON CONTROLS EMP BEN PL/5112 (294294)	557,517	4.30
4 MANUFACTURERS HANOVER CORP< EDIE (LIONEL D) & CO INC (395980)	395,980	3.05
5 PENN, RALPH S#	319,190H	2.46
6 NEW YORK STATE TEACHERS RETIR FUND	273,600	2.11
7 WISCONSIN INVESTMENT BOARD	253,800	1.95
8 AETNA LIFE & CASUALTY CO AETNA INSUR COS/FDS-COMBINED (248800)	248,800H	1.92
9 BANKERS LIFE CO	216,600	1.67
10 ROSENBERG CAPITAL MANAGEMENT	203,600	1.57
11 MORGAN (J P) & CO INC<	201,000	1.55
12 AMERICAN EXPRESS CO< AMERICAN EXP INSUR COS-COMBINED (195800)	195,800	1.51
13 PHIPPS FAMILY INTERESTS BESSEMER TRUST CO NA (160800)	160,800	1.24
14 MIDLAND BANK GROUP< (ENGLAND) CROCKER NATIONAL CORP (122300)	122,300	.94
15 COLUMBIA UNIVERSITY	78,000	.60
16 SMOOT KNOCHE & CO	74,265	.57
17 UTAH STATE RETIREMENT FUND	50,000	.38
18 NEUBERGER & BERMAN+ NEUBERGER & BER MNGT/FDS-COMBINED (47100)	47,100	.36
19 CRITERON MANAGEMENT CORP FUNDS INC* (47000)	47,000	.36
20 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND) BANK OF CALIFORNIA NA (45200)	45,200	.34
21 FLA ASSET MANAGEMENT INC	42,500	.32
22 EQUITABLE LIFE ASSUR SOCIETY OF US	40,400	.31
23 FORSTMANN-LEFF ASSOCIATES	39,900	.30
24 WOLFE, JAMES W#	34,685F	.26
25 ZILIS, MILTON C#	30,793F	.23
26 MERCHANTS NATIONAL CORP	27,900	.21
27 JOHNSON, SEYMOUR F#	25,000J	.19
28 NEW YORK CITY COMPTROLLER'S OFFICE	25,000	.19
TOTALS	5,577,003	43.05%

TOP 5 CONTROL 23.87% OF STOCK   TOP 15 CONTROL 38.96% OF STOCK
TOP 10 CONTROL 33.11% OF STOCK   TOP 20 CONTROL 40.99% OF STOCK

JOHNSON & JOHNSON

(SHARES O/S 61,111,000)

Principal Stockholders	Shares	%
1 JOHNSON (ROBERT WOOD) FOUNDATION	7,861,086	12.86
2 MORGAN (J P) & CO INC<	1,814,000	2.96
3 MANUFACTURERS HANOVER CORP< (590750)	1,396,185	2.28
EDIE (LIONEL D) & CO INC (805435)		
4 CITICORP<	1,390,334	2.27
5 NATIONAL DETROIT CORP	1,156,310	1.89
6 BURKE, JAMES E & ASSOCIATES#	961,576J	1.57
7 DUPONT FAMILY INTERESTS	958,700	1.56
WILMINGTON TRUST CO (958700)		
8 MELLON NATIONAL CORP	796,909	1.30
9 MARSH & MCLENNAN COS INC<	771,100	1.26
EBERSTADT ASSET MNGT/FDS-COMBINED (771100)		
10 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	672,446	1.10
BANK OF CALIFORNIA NA (495831)		
NEW COURT CAPITAL MNGT INC (176615)		
11 NEW YORK STATE TEACHERS RETIR FUND	656,700	1.07
12 FIRST NATIONAL BOSTON CORP	622,085	1.01
13 BANKERS TRUST NEW YORK CORP	567,238	.92
14 CALIFORNIA, UNIVERSITY OF	474,200	.77
15 TIAA-CREF	470,500	.76
COLLEGE RETIREMENT EQUITIES FUND (470500)		
16 GENERAL ELECTRIC CO	460,000	.75
GENERAL ELECTRIC PENSION TRUST (460000)		
17 FIDUCIARY TRUST CO OF NEW YORK	438,262	.71
FIDUCIARY TRUST/FUNDS-COMBINED (438262)		
18 STATE FARM MUTL AUTOMOBILE INSUR CO	403,700H	.66
STATE FARM INSUR COS-COMBINED (403700)		
19 ROWE PRICE (T) & ASSOCIATES INC*	397,015	.64
20 CHASE MANHATTAN CORP	390,931	.63
21 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	363,800	.59
22 CONTINENTAL CORP<	344,656	.56
CONTINENTAL CORP/INSUR COS-COMB (344656)		
23 BABSON (DAVID L) & CO INC*	329,154	.53
24 BETHLEHEM STEEL CORP	301,500	.49
BETHLEHEM STEEL CORP PENSION PL (301500)		
25 NEW JERSEY DIVISION OF INVESTMENTS	290,000J	.47
26 THORDIKE DORAN PAINE & LEWIS	289,240	.47
THORNDIKE-WELLINGTON FUNDS-COMB (289240)		
27 HARRIS BANKCORP INC	272,000	.44
28 KEMPER FAMILY GROUP	268,410	.43
KEMPER INSUR COS/FDS-COMBINED (268410)		
29 WELLS FARGO & CO	247,484	.40
30 PRUDENTIAL INSURANCE CO OF AM	246,700	.40
PRUDENTIAL INSUR COS/FUNDS-COMB (246700)		
31 LIBERTY MUTUAL INSURANCE CO	242,550H	.39
32 UNITED STATES STEEL CORP	241,500	.39
US STEEL & CARNEGIE PENSION TR (241500)		
33 CHEMICAL NEW YORK CORP	239,488	.39
34 COOKE & BIELER INC	228,525	.37
35 NEW ENGLAND MUTUAL LIFE INSUR CO	224,079	.36
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (224079)		
36 SEARS ROEBUCK & CO	220,600	.36
ALLSTATE INSUR COS/FDS-COMBINED (220600)		
37 HELLER (WALTER E) INTERNATIONAL CORP	213,121	.34
AMERICAN NATL BK & TR CO/CHICAGO (213121)		
38 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	210,800	.34
39 NEW YORK CITY COMPTROLLER'S OFFICE	206,800	.33
40 GEORGIA STATE RETIREMENT SYSTEM	205,000	.33
41 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	201,700	.33
42 NATIONWIDE MUTUAL INSUR CO	192,850H	.31
NATIONWIDE INSUR COS/FUNDS-COMB (192850)		
43 U S TRUST CORP	185,359	.30
44 METROPOLITAN LIFE INSURANCE CO	184,235H	.30
45 MARYLAND STATE RETIREMENT SYSTEMS	170,700	.27
46 STATE STREET RESEARCH & MANAGEMENT CO*	169,468	.27
47 DONALDSON LUFKIN & JENRETTE INC<	166,900	.27
48 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	162,700	.26
49 TEXAS TEACHERS RETIR SYSTEM	161,900	.26
50 HARTFORD NATIONAL CORP	159,443	.26
51 PROVIDENT NATIONAL CORP<	158,322	.25
52 ROSENBERG CAPITAL MANAGEMENT	155,275	.25
53 FIRST CHICAGO CORP<	148,435	.24
54 MINNESOTA STATE BOARD OF INVESTMENT	145,300G	.23
55 HARVARD UNIVERSITY	143,842	.23
56 SELLARS, RICHARD B & ASSOCIATES	143,783E	.23
57 UNION NATIONAL BK OF PITTSBURGH	141,992	.23
58 BATTERYMARCH FINANCIAL MNGT CORP	138,800	.22
59 FIDELITY UNION BANCORP	136,506	.22
60 HANCOCK, WARREN	133,307	.21
61 WERTHEIM & CO INC	128,504	.21
62 GIRARD CO	125,035	.20
63 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	117,900G	.19
TOTALS	31,416,940	51.40%

TOP 5 CONTROL 22.28% OF STOCK   TOP 15 CONTROL 33.65% OF STOCK
TOP 10 CONTROL 29.09% OF STOCK   TOP 20 CONTROL 37.07% OF STOCK

JONATHAN LOGAN

(SHARES O/S 5,185,000)

Principal Stockholders	Shares	%
1 SCHWARTZ, DAVID FAMILY INTERESTS#	1,236,209J	23.84
SCHWARTZ, DAVID & FAMILY (759461)		
SCHWARTZ, RICHARD J (206705)		
ZENKEL, BRUCE & FAMILY (207634)		
SCHWARTZ (DAVID) FOUNDATION INC (62409)		
2 GULF & WESTERN INDUSTRIES INC<	475,000	9.16
3 MORGAN (J P) & CO INC<	350,000	6.75
4 FIRST NATIONAL BOSTON CORP	143,345	2.76
5 LEHMAN BROTHERS KUHN LOEB INC (95150)	133,150	2.56
LEHMAN MANAGEMENT CO INC* (38000)		
6 ROTHSCHILD (L F) UNTERBERG TOWBIN	87,000	1.67
7 CONFEDERATION LIFE INSURANCE CO	68,550H	1.32
8 HELLER (WALTER E) INTERNATIONAL CORP	56,390	1.08
AMERICAN NATL BK & TR CO/CHICAGO (56390)		
9 NEUBERGER & BERMAN*	48,500	.93
NEUBERGER & BER MNGT/FDS-COMBINED (48500)		
10 AMERICAN SECURITY CORP (D C)	42,000J	.81
11 MACKENZIE FINANCIAL CORP (CANADA)	40,000	.77
MUTUAL FUNDS-COMBINED (40000)		
12 JULIUS BAR TRUST MANAGEMENT	25,000	.48
13 BATTERYMARCH FINANCIAL MNGT CORP	21,000	.40
14 WELLS FARGO & CO	17,350	.33
15 LINCOLN NATIONAL CORP<	15,750	.30
LINCOLN NATL INSUR/FDS-COMBINED (15750)		
16 SEARS ROEBUCK & CO	12,900	.24
ALLSTATE INSUR COS/FDS-COMBINED (12900)		
17 CULLEN/FROST BANKERS INC	12,000	.23
TOTALS	2,784,144	53.69%

TOP 5 CONTROL 45.08% OF STOCK   TOP 15 CONTROL 53.21% OF STOCK
TOP 10 CONTROL 50.91% OF STOCK   TOP 20 CONTROL 53.69% OF STOCK

JOY MANUFACTURING

(SHARES O/S 13,019,000)

Principal Stockholders	Shares	%
1 PRUDENTIAL INSURANCE CO OF AM	582,600	4.47
PRUDENTIAL INSUR COS/FUNDS-COMB (582600)		
2 BANKAMERICA CORP<	576,638	4.42
3 COOKE & BIELER INC	534,400	4.10
4 MARSH & MCLENNAN COS INC<	524,300	4.02
PUTNAM MNGT/FUNDS-COMBINED (524300)		
5 DONALDSON LUFKIN & JENRETTE INC<	250,900	1.92
6 SEARS ROEBUCK & CO	220,500	1.69
ALLSTATE INSUR COS/FDS-COMBINED (220500)		
7 NEW JERSEY DIVISION OF INVESTMENTS	200,000J	1.53
8 NEW YORK LIFE INSURANCE CO	192,800	1.48
9 CAPITAL GROUP INC	162,400	1.24
CAPITAL GUARDIAN TRUST CO (92400)		
CAPITAL RES & MNGT/FUNDS-COMBINED (70000)		
10 CONTINENTAL ILLINOIS CORP	161,964	1.24
11 BANKERS TRUST NEW YORK CORP	157,975	1.21
12 MORGAN (J P) & CO INC< (95000)	145,000	1.11
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (50000)		
13 ALGER (FRED) MANAGEMENT INC*	141,450	1.08
14 COLORADO NATIONAL BANKSHARES INC	140,536	1.07
15 CHEMICAL NEW YORK CORP	135,775	1.04
16 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	134,000G	1.02
17 CITICORP<	116,950	.89
18 WEISS PECK & GREER*	114,750	.88
19 WESBANCO INC	110,583	.84
20 CHASE MANHATTAN CORP	110,232	.84
21 OHIO POLICE & FIREMEN'S DISABILITY & PEN FD	105,000	.80

Principal Stockholders	Shares	%
JOY MANUFACTURING - CONTINUED		
22 FMR CORP	102,400	.78
FMR/FUNDS-COMBINED (102400)		
23 BETHLEHEM STEEL CORP	95,000	.72
BETHLEHEM STEEL CORP PENSION PL (95000)		
24 AHLBORG, WILLIAM T & FAMILY#	93,928	.72
25 SWISS REINSURANCE CO (SWITZERLAND)	90,000	.69
26 MELLON NATIONAL CORP	76,814	.59
27 OPPENHEIMER HOLDINGS INC+	75,000	.57
OPPENHEIMER FUNDS-COMBINED (75000)		
28 STATE MTL LIFE ASSUR CO OF AMERICA	73,500	.56
STATE MTL LIFE INSUR/FDS-COMBINED (73500)		
29 WRIGHT INVESTORS' SERVICE	60,700	.46
30 CHUBB CORP<	58,600	.45
31 BANK OF NEW YORK CO INC	53,700	.41
32 AVCO CORP	53,500H	.41
AVCO INSUR COS/FDS-COMBINED (53500)		
33 WELLS FARGO & CO	52,800	.40
34 OMAHA NATIONAL CORP	49,535	.38
35 LINCOLN FIRST BANKS INC	43,951	.33
36 SHAWMUT CORP	42,900	.32
37 MUTUAL LIFE ASSURANCE CO OF CANADA	41,000H	.31
38 MERCANTILE TEXAS CORP	40,000	.30
39 HELLER (WALTER E) INTERNATIONAL CORP	39,275	.30
AMERICAN NATL BK & TR CO/CHICAGO (39275)		
40 CAMILLETTI, D PAUL	39,200X	.30
41 FIDELCOR INC	38,486	.29
42 NATIONAL CITY CORP	38,000	.29
43 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	36,200	.27
44 WALL PATTERSON MCGREW & RICHARDS INC	35,311	.27
45 UNION CARBIDE CORP	33,500	.25
46 HELMICK, LOUIS G JR#	32,756C	.25
47 NEW YORK CITY COMPTROLLER'S OFFICE	32,100	.24
48 AMERICAN SECURITY CORP (D C)	30,400J	.23
49 MERRILL LYNCH & CO INC<	30,250	.23
MERRILL LYNCH ASSET MNGT CO INC* (30250)		
50 DRESDNER BANK (WEST GERMANY)	30,000H	.23
DEUTSCHER INVEST TR-GESELLSCHAFT FUR WESTPA TRANSATLANTA (30000)		
51 NORTHERN TRUST CORP	29,410	.22
52 G S I INC	27,500	.21
PENMARK INVESTMENTS INC (27500)		
TOTALS	6,394,469	49.11%

TOP 5 CONTROL 18.96% OF STOCK TOP 15 CONTROL 31.70% OF STOCK
TOP 10 CONTROL 26.16% OF STOCK TOP 20 CONTROL 36.20% OF STOCK

KAISER ALUMINUM & CHEMICAL

(SHARES O/S: 41,143,000)

Principal Stockholders	Shares	%
1 KAISER FAMILY INTERESTS	5,760,020	14.00
KAISER, EDGAR F & ASSOCIATES (658242)		
KAISER (HENRY J) FAMILY FOUND (3972694)		
OTHER MEMBERS OF KAISER FAMILY (1129084)		
2 BANKAMERICA CORP<	4,981,575	12.10
KAISER ALUM & CHEM SUPPLEMENTAL SAVINGS & RETIR PL-6208 PCTS (4818929)		
KAISER ALUM & CHEM TRASOP-6500 (140610)		
KAISER CENTER PROF SHARING PL-33 (22036)		
3 CAPITAL GROUP INC	1,876,900	4.56
CAPITAL GUARDIAN TRUST CO (701900)		
CAPITAL RES & MNGT/FUNDS-COMBINED (1175000)		
4 TIAA-CREF	1,875,984	4.55
COLLEGE RETIREMENT EQUITIES FUND (1875984)		
5 LORD ABBETT & CO*	1,619,800	3.93
6 STATE STREET RESEARCH & MANAGEMENT CO*	1,371,222	3.33
7 BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	1,211,834	2.94
8 THORDIKE DORAN PAINE & LEWIS	984,964	2.39
THORNDIKE-WELLINGTON FUNDS-COMB (954964)		
9 BATTERYMARCH FINANCIAL MNGT CORP	971,515	2.36
10 REPUBLIC OF TEXAS CORP<	744,112	1.80
11 MORGAN (J P) & CO INC< (611000)	741,000	1.80
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (130000)		
12 ROWE PRICE (T) & ASSOCIATES INC*	690,210	1.67
13 SCUDDER STEVENS & CLARK CO*	685,901	1.66
14 WELLS FARGO & CO	624,217	1.51
KAISER ALUMINUM & CHEMICAL - CONTINUED		
15 PIONEER GROUP INC	609,600	1.48
PIONEERING MNGT/FUNDS-COMB		
16 MARSH & MCLENNAN COS INC<	441,100	1.07
PUTNAM MNGT/FUNDS-COMBINED (441100)		
17 GEICO CORP	385,000	.93
18 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	350,000J	.85
19 BANKERS LIFE CO	328,658	.79
20 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	323,084	.78
ROTHSCHILD CO (108455)		
BANK OF CALIFORNIA NA (214629)		
21 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	301,000G	.73
22 NEUBERGER & BERMAN+	293,002	.71
NEUBERGER & BER MNGT/FDS-COMBINED (293002)		
23 BANKERS TRUST NEW YORK CORP	275,725	.67
24 TRW INC	271,168	.65
TRW INVESTMENT MANAGEMENT (271168)		
25 TEMPLETON (JOHN M) FAMILY INTERESTS	226,000	.54
TEMPLETON INVEST CNSL LTD (CAN) (226000)		
26 SAFECO CORP<	218,000	.52
SAFECO INSUR COS & FDS-COMBINED (218000)		
27 AMERICAN EXPRESS CO<	211,400	.51
AMERICAN EXP INSUR COS-COMBINED (211400)		
28 FIRST MANHATTAN CO	201,732	.49
29 TEXAS STATE EMPLOYEES RETIREMENT SYSTEM	176,800	.42
30 DREYFUS CORP*	150,000	.36
31 SHEA, JOHN F & ASSOCIATES#	148,639J	.36
32 EXXON CORP	147,100	.35
33 NEW YORK CITY COMPTROLLER'S OFFICE	139,000	.33
34 DONALDSON LUFKIN & JENRETTE INC<	136,704	.33
35 NEW YORK STATE COMMON RETIREMENT FUND	132,000H	.32
36 BERNHARD (ARNOLD) & CO INC*	131,000	.31
VALUE LINE MNGR/FUNDS-COMBINED (131000)		
37 GRINNELL COLLEGE	122,200F	.29
38 TRAVELERS CORP<	121,000	.29
TRAVELERS/KEYSTONE FUNDS-COMBINED (121000)		
39 WACHOVIA CORP	118,206	.28
40 HELLER (WALTER E) INTERNATIONAL CORP	117,400	.28
AMERICAN NATL BK & TR CO/CHICAGO (117400)		
41 TREFETHEN, E E JR#	115,432J	.28
42 WASHINGTON DEPT OF RETIREMENT SYSTEMS	111,700	.27
43 DELAWARE MANAGEMENT CO INC*	106,800	.25
44 MADISON FUND INC	100,000	.24
45 MAIER, CORNELL C#	86,144J	.20
46 PHIPPS FAMILY INTERESTS	85,700	.20
BESSEMER TRUST CO NA (85700)		
TOTALS	30,820,548	74.91%

TOP 5 CONTROL 39.16% OF STOCK TOP 15 CONTROL 60.15% OF STOCK
TOP 10 CONTROL 52.00% OF STOCK TOP 20 CONTROL 64.59% OF STOCK

KAISER STEEL

(SHARES O/S: 7,009,000)

Principal Stockholders	Shares	%
1 TAMRAZ, ROGER E INTERESTS (LEBANON)	1,200,000	17.12
2 NEUBERGER & BERMAN+	455,375	6.49
NEUBERGER & BER MNGT/FDS-COMBINED (455375)		
3 SCUDDER STEVENS & CLARK CO*	452,800	6.46
4 WELLS FARGO & CO	364,368	5.19
KAISER STEEL SAV & PROF SHAR PL (364368)		
5 KAISER FAMILY INTERESTS#	271,855J	3.87
KAISER, EDGAR F JR (99558)		
OTHER MEMBERS OF KAISER FAMILY (172297)		
6 GLICKENHAUS & CO	178,600	2.54
7 FMR CORP	161,900	2.30
FIDELITY MNGT & RESEARCH CO* (21500)		
FMR/FUNDS-COMBINED (140400)		
8 AMERICAN INVESTORS CORP*	149,900	2.13
9 MARSH & MCLENNAN COS INC<	140,000	1.99
PUTNAM MNGT/FUNDS-COMBINED (140000)		
10 REICH & TANG INC	126,315	1.80
11 OPPENHEIMER HOLDINGS INC+ (24500)	119,600	1.70
OPPENHEIMER FUNDS-COMBINED (95100)		
12 BEA ASSOCIATES INC	53,900	.76
13 SECURITY BENEFIT LIFE INSURANCE CO	50,000	.71
SECURITY MANAGEMENT CO INC* (50000)		
14 NEW YORK CITY COMPTROLLER'S OFFICE	40,000	.57
15 TREFETHEN, E E JR & FAMILY#	37,438J	.53

KAISER STEEL - CONTINUED

Principal Stockholders	Shares	%
16 EATON FINANCIAL SERVICES LTD (CANADA)	33,140	.47
EATON FUND MANAGEMENT LTD*		
EATON BAY FUNDS-COMBINED (33140)		
17 TRW INC	27,332	.38
TRW INVESTMENT MANAGEMENT (27332)		
18 CONTINENTAL INVESTMENT CORP<	27,000	.38
UNITED FUNDS MANAGEMENT CORP* (27000)		
19 TRAINER WORTHAM & CO	26,200	.37
2C JEFFERSON-PILOT CORP<	22,500	.32
21 DREYFUS CORP*	20,000	.28
22 FIRST PENNSYLVANIA CORP	19,800	.28
23 AETNA LIFE & CASUALTY CO	19,000H	.27
AETNA INSUR COS/FDS-COMBINED (19000)		
24 STATE STREET RESEARCH & MANAGEMENT CO*	17,134	.24
25 GIRARD CO	16,000	.22
26 ATLANTIC AMERICAN CORP<	15,000H	.21
ATLANTIC AMER INSUR COS-COMBINED (15000)		
27 FIRST ATLANTA CORP	15,000	.21
TOTALS	4,060,157	57.92%

TOP 5 CONTROL 39.15% OF STOCK   TOP 15 CONTROL 54.24% OF STOCK
TOP 10 CONTROL 49.95% OF STOCK   TOP 20 CONTROL 56.18% OF STOCK

KANE-MILLER

(SHARES O/S 3,158,000)

Principal Stockholders	Shares	%
1 KANE, DANIEL FAMILY & ASSOC INTERESTS#	985,237J	31.19
KANE, DANIEL (337921)		
KANE, STANLEY (488882)		
OELBAUM, HAROLD (111813)		
HUGHES, RICHARD W (46621)		
2 FRANK, STANLEY#	604,784	19.15
3 KANE-MILLER CORP EMPLOYEES RETIREMENT PLAN	135,953J	4.30
4 SEARS ROEBUCK & CO	41,100	1.30
ALLSTATE INSUR COS/FDS-COMBINED (41100)		
5 MANNING & NAPIER ADVISORS INC	27,400	.86
6 CAREY, JOSEPH P#	18,250J	.57
7 WINFIELD, RICHARD A#	10,000J	.31
8 BATTERYMARCH FINANCIAL MNGT CORP	9,000	.28
TOTALS	1,831,724	58.00%

TOP 5 CONTROL 56.82% OF STOCK   TOP 15 CONTROL 58.00% OF STOCK
TOP 10 CONTROL 58.00% OF STOCK   TOP 20 CONTROL 58.00% OF STOCK

KELLOGG

(SHARES O/S 76,429,000)

Principal Stockholders	Shares	%
1 KELLOGG (W K) FOUNDATION	36,423,000	47.65
KELLOGG (W K) FOUNDATION TRUST (36317920)		
2 AMERITRUST CO	7,599,975	9.94
GUND, GEORGE 3RD (7548000)		
3 MANUFACTURERS HANOVER CORP<	1,168,375	1.52
EDIE (LIONEL D) & CO INC (1168375)		
4 NEW YORK STATE TEACHERS RETIR FUND	1,084,100	1.41
5 TEXAS TEACHERS RETIR SYSTEM	1,048,900	1.37
6 SMITH, ROBERT P & FAMILY ASSOCIATES	1,024,794X	1.34
7 WISCONSIN INVESTMENT BOARD	587,100	.76
8 UNITED STATES STEEL CORP	582,300	.76
US STEEL & CARNEGIE PENSION TR (582300)		
9 HARRIS BANKCORP INC	468,520	.61
10 WILMINGTON CAPITAL MNGT	418,200	.54
11 FIRST CHICAGO CORP<	360,400	.47
12 ANGELES CORP	356,700	.46
FIRST PACIFIC ADVISORS INC* (356700)		
13 TIAA-CREF	331,200	.43
COLLEGE RETIREMENT EQUITIES FUND (331200)		
14 WELLS FARGO & CO	296,400	.38
15 BATTERYMARCH FINANCIAL MNGT CORP	277,600	.36
16 WESTERN BANCORPORATION<	273,755	.35
17 GEORGIA STATE RETIREMENT SYSTEM	270,000	.35
18 HELLER (WALTER E) INTERNATIONAL CORP	265,472	.34
AMERICAN NATL BK & TR CO/CHICAGO (265472)		
19 MANUFACTURERS NATIONAL CORP	227,820	.29
20 MICHIGAN NATIONAL CORP	176,187	.23
21 ROLL, LYLE C#	175,000	.22
22 FIDELCOR INC	174,772	.22

KELLOGG - CONTINUED

Principal Stockholders	Shares	%
23 CHASE MANHATTAN CORP	174,200	.22
24 BANKERS TRUST NEW YORK CORP	169,915	.22
TOTALS	53,934,685	70.56%

TOP 5 CONTROL 61.91% OF STOCK   TOP 15 CONTROL 68.07% OF STOCK
TOP 10 CONTROL 65.95% OF STOCK   TOP 20 CONTROL 69.66% OF STOCK

KELLWOOD CO

(SHARES O/S 3,461,000)

Principal Stockholders	Shares	%
1 SEARS ROEBUCK & CO (535476)	762,876	22.04
ALLSTATE INSUR COS/FDS-COMBINED (227400)		
2 BATTERYMARCH FINANCIAL MNGT CORP	100,400	2.90
3 MERCANTILE BANCORPORATION INC	91,135	2.63
4 WESTERN BANCORPORATION<	58,300	1.68
5 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	58,300	1.68
6 WENZEL, FRED W#	56,031J	1.61
7 BARSANTI, JOHN R JR#	15,635J	.45
8 UNION PLANTERS CORP	15,520	.44
9 TRUST CO OF GEORGIA	10,900	.31
10 KELLEY, WILLIAM N & FAMILY#	9,920F	.28
11 JACOBSEN, JAMES C#	7,950J	.22
TOTALS	1,186,967	34.29%

TOP 5 CONTROL 30.94% OF STOCK   TOP 15 CONTROL 34.29% OF STOCK
TOP 10 CONTROL 34.06% OF STOCK   TOP 20 CONTROL 34.29% OF STOCK

KERR-MCGEE

(SHARES O/S 25,874,000)

Principal Stockholders	Shares	%
1 MCGEE, DEAN A FAMILY & ASSOCIATES#	847,230	3.27
2 MORGAN (J P) & CO INC<	840,000	3.24
3 SAROFIM (FAYEZ) & CO	793,120	3.06
4 KERR FAMILY INTERESTS#	482,626	1.86
KERR, BREENE M & ASSOCIATES (130894)		
KERR, ROBERT S JR & ASSOCIATES (9497)		
KERR FAMILY TRUSTS (338740)		
KERR FOUNDATION (3495)		
5 PROVIDENT NATIONAL CORP<	482,188	1.86
6 FIDELITY OF OKLAHOMA INC	413,786J	1.59
KERR-MCGEE SAV INV PL/4760 PCTS (355504)		
KERR-MCGEE ESOP-5574 PCTS (58282)		
7 NEW JERSEY DIVISION OF INVESTMENTS	385,000J	1.48
8 CITICORP<	352,845	1.36
9 UNITED STATES STEEL CORP	349,598	1.35
US STEEL & CARNEGIE PENSION TR (349598)		
10 SCUDDER STEVENS & CLARK CO*	339,396	1.31
11 MARSH & MCLENNAN COS INC<	323,900	1.25
PUTNAM MNGT/FUNDS-COMBINED (323900)		
12 DONALDSON LUFKIN & JENRETTE INC<	318,650	1.23
13 LORD ABBETT & CO*	260,200	1.00
14 GEORGIA STATE RETIREMENT SYSTEM	245,000	.94
15 NEW ENGLAND MUTUAL LIFE INSUR CO	243,953	.94
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (243953)		
16 PIONEER GROUP INC	239,500	.92
PIONEERING MNGT/FUNDS-COMB		
17 BANKAMERICA CORP<	218,051	.84
18 CAPITAL GROUP INC	215,200	.83
CAPITAL GUARDIAN TRUST CO (215200)		
19 AMERICAN SECURITY CORP (D C)	194,300J	.75
20 CONNECTICUT GENERAL INSURANCE CORP	194,000	.74
CONN GENL INSUR COS/FDS-COMBINED (194000)		
21 BANKERS LIFE CO	193,600	.74
22 NEW YORK STATE COMMON RETIREMENT FUND	185,000H	.71
23 U S TRUST CORP	137,461	.53
24 AETNA LIFE & CASUALTY CO	124,600	.48
AETNA INSUR COS/FDS-COMBINED (124600)		
25 SEARS ROEBUCK & CO	124,500	.48
ALLSTATE INSUR COS/FDS-COMBINED (124500)		
26 UNITED STATES FIDELITY & GUARANTY CO	120,600	.46
U S FID & GUAR INSUR COS-COMBINED (120600)		
27 WESTERN BANCORPORATION<	116,695	.45
28 LEHMAN BROTHERS KUHN LOEB INC	115,000	.44
LEHMAN MANAGEMENT CO INC* (115000)		
29 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	110,000J	.42
30 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	100,000G	.38

KERR-MCGEE - CONTINUED

Principal Stockholders	Shares	%
31 LOVE, F C#	96,083B	.37
32 DUPONT FAMILY INTERESTS	95,000	.36
DU PONT (E I) DE NEMOURS & CO INC (95000)		
33 ROCHESTER UNIVERSITY	91,000	.35
34 AMERITRUST CO	85,076	.32
35 SWISS REINSURANCE CO (SWITZERLAND)	82,000	.31
36 MIDLAND BANK GROUP< (ENGLAND)	77,900	.30
CROCKER NATIONAL CORP (77900)		
37 NEW YORK CITY COMPTROLLER'S OFFICE	77,500	.29
38 NEUBERGER & BERMAN+	75,913	.29
NEUBERGER & BER MNGT/FDS-COMBINED (75913)		
39 MERRILL LYNCH & CO INC<	72,075	.27
MERRILL LYNCH ASSET MNGT CO INC* (72075)		
40 MUTUAL LIFE INSURANCE CO OF NY	69,500	.26
41 MIAMI CORP	68,000J	.26
42 METROPOLITAN LIFE INSURANCE CO	64,900H	.25
43 THORDIKE DORAN PAINE & LEWIS	64,425	.24
THORNDIKE-WELLINGTON FUNDS-COMB (64425)		
44 FIRST PENNSYLVANIA CORP	63,643	.24
45 FRENCH NATIONAL GOVERNMENT	60,000	.23
MUTUAL FUNDS-COMBINED (60000)		
46 SHEARSON LOEB RHOADES INC<	58,445	.22
BOSTON CO INC (58445)		
47 BECK MACK & OLIVER	55,950	.21
48 HARVARD UNIVERSITY	55,912	.21
49 CHEMICAL NEW YORK CORP	54,911	.21
50 CAPITAL SUPERVISORS INC	52,572	.20
TOTALS	10,486,804	40.53%

TOP 5 CONTROL 13.31% OF STOCK TOP 15 CONTROL 25.80% OF STOCK
TOP 10 CONTROL 20.42% OF STOCK TOP 20 CONTROL 29.90% OF STOCK

KEYSTONE CONSOLIDATED INDS

(SHARES O/S 1,874,000)

Principal Stockholders	Shares	%
1 HALPERIN, MAURICE A & BARRY S	419,000	22.35
2 SOMMER FAMILY INTERESTS#	163,146	8.70
SOMMER, DONALD A (22431)		
SOMMER, JOHN R (11470)		
SOMMER, LESTER B (8325)		
SOMMER, PAUL W (16730)		
TUCKER, J WALTER JR (51800)		
HOLTZWARTH, CHARLES W (8900)		
MCADOO, WALTER V ESTATE (25142)		
SIMON, JOHN E (7348)		
VERMEIL, STANLEY M (11000)		
3 ROCKFORD ACROMATIC PRODUCTS CO	146,661	7.82
4 HEIDRICH, ARTHUR G JR#	23,900	1.27
5 BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	14,990	.79
6 NORTHERN TRUST CORP	14,115	.75
7 BLANDFORD, KEITH#	9,213D	.49
TOTALS	791,025	42.21%

TOP 5 CONTROL 40.96% OF STOCK TOP 15 CONTROL 42.21% OF STOCK
TOP 10 CONTROL 42.21% OF STOCK TOP 20 CONTROL 42.21% OF STOCK

KIDDE INC

(SHARES O/S 9,772,000)

Principal Stockholders	Shares	%
1 TELEDYNE INC	2,053,000	21.00
TELEDYNE INSUR COS-COMBINED (2053000)		
2 FIRST OKLAHOMA BANCORP INC	417,000	4.26
3 LORD ABBETT & CO*	369,300	3.77
4 FMR CORP	290,800	2.97
FIDELITY MNGT & RESEARCH CO* (257900)		
FMR/FUNDS-COMBINED (32900)		
5 CAPITAL GROUP INC	286,000	2.92
CAPITAL GUARDIAN TRUST CO (216000)		
CAPITAL RES & MNGT/FUNDS-COMBINED (70000)		
6 MORGAN (J P) & CO INC< (184000)	254,000	2.59
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (70000)		
7 PROVIDENT NATIONAL CORP<	147,200	1.50
8 CONTINENTAL INVESTMENT CORP<	135,100	1.38
WADDELL & REED FDS-COMBINED (135100)		
9 GARDNER & PRESTON MOSS INC	114,495	1.17

KIDDE - CONTINUED

Principal Stockholders	Shares	%
10 SULLIVAN, FRED R#	108,347J	1.10
11 POITRAS, EDWARD J#	103,955X	1.06
12 WALTER, CARL W#	103,828J	1.06
13 KIDDE FAMILY INTERESTS#	95,500J	.97
KIDDE, JOHN F (50100)		
MORGAN, WALTER E JR (45400)		
14 GENERAL ELECTRIC CO	90,000	.92
ELFUN TRUSTS (90000)		
15 CHEMICAL NEW YORK CORP	82,901	.84
16 TRAINER WORTHAM & CO	77,600	.79
17 MIDLANTIC BANKS INC	69,501	.71
18 NEW ENGLAND MUTUAL LIFE INSUR CO	62,360	.63
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (62360)		
19 FIRST UNION CORP	57,200	.58
20 GATES RUBBER CO<	50,000	.51
FINANCIAL PROGRAMS INC* (50000)		
21 AVCO CORP	47,918H	.49
AVCO INSUR COS/FDS-COMBINED (47918)		
22 BATTERYMARCH FINANCIAL MNGT CORP	45,300	.46
23 DETROITBANK CORP	44,433	.45
24 MERRILL BANKSHARES CO	40,460	.41
25 FIDELITY CORP<	39,000	.39
FIDELITY INSUR COS/FDS-COMBINED (39000)		
26 MERRILL LYNCH & CO INC<	35,000	.35
MERRILL LYNCH ASSET MNGT CO INC* (35000)		
27 THORDIKE DORAN PAINE & LEWIS	34,700	.35
THORNDIKE-WELLINGTON FUNDS-COMB (34700)		
28 FIRST MANHATTAN CO	28,436	.29
29 AMES, BERNARD N#	26,437J	.27
30 EATON & HOWARD VANCE SANDERS INC	25,000	.25
EATON & HOWARD VANCE/FDS-COMB (25000)		
31 BRAEMER, FRED E#	23,423J	.23
32 STANFORD UNIVERSITY	20,000G	.20
TOTALS	5,378,194	55.03%

TOP 5 CONTROL 34.95% OF STOCK TOP 15 CONTROL 47.59% OF STOCK
TOP 10 CONTROL 42.72% OF STOCK TOP 20 CONTROL 50.84% OF STOCK

KIMBERLY-CLARK

(SHARES O/S 23,403,000)

Principal Stockholders	Shares	%
1 NATIONAL DETROIT CORP	1,194,058	5.10
2 MELLON NATIONAL CORP	1,132,[illegible]92	4.84
3 MORGAN (J P) & CO INC<	1,127,406	4.81
KIMBERLY-CLARK INCENTIVE INVESTMENT PLANS/INTERNAL (995406)		
4 DELAWARE MANAGEMENT CO INC*	980,350	4.18
5 TELEDYNE INC	887,800	3.79
TELEDYNE INSUR COS-COMBINED (887800)		
6 DUPONT FAMILY INTERESTS	737,400	3.15
DU PONT (E I) DE NEMOURS & CO INC (737400)		
7 MARINE CORP	471,669	2.01
MARINE INVESTMENT MNGT INC (471669)		
8 ASSOCIATED BANC-CORP	423,040	1.80
9 BANKERS TRUST NEW YORK CORP	384,375	1.64
10 WISCONSIN INVESTMENT BOARD	377,000	1.61
11 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	340,000	1.45
12 BATTERYMARCH FINANCIAL MNGT CORP	324,000	1.38
13 MARSH & MCLENNAN COS INC<	311,300	1.33
EBERSTADT ASSET MNGT/FDS-COMBINED (311300)		
14 UNITED STATES STEEL CORP	296,020	1.26
US STEEL & CARNEGIE PENSION TR (296020)		
15 KEMPER FAMILY GROUP	264,700	1.13
KEMPER INSUR COS/FDS-COMBINED (264700)		
16 GENERAL ELECTRIC CO	229,900	.98
GENERAL ELECTRIC PENSION TRUST (229900)		
17 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	223,000	.95
18 FIRST CHICAGO CORP<	221,637	.94
19 FIRST UNION BANCORP	211,236	.90
20 BROWN BROS HARRIMAN & CO	196,052	.83
21 AMERITRUST CO	186,512	.79
22 WINTERS NATIONAL CORP	161,051	.68
23 NEW YORK LIFE INSURANCE CO	160,420	.68
24 CONTINENTAL CORP<	152,400	.65
CONTINENTAL CORP/INSUR COS-COMB (152400)		
25 PRUDENTIAL INSURANCE CO OF AM	150,500	.64
PRUDENTIAL INSUR COS/FUNDS-COMB (150500)		

KIMBERLY-CLARK - CONTINUED

Principal Stockholders	Shares	%
26 FMR CORP FIDELITY MNGT & RESEARCH CO* (148134)	148,134	.63
27 WELLS FARGO & CO	144,208	.61
28 TEXAS PERMANENT SCHOOL FUND	139,400	.59
29 DETROITBANK CORP	131,909	.56
30 STATE STREET BOSTON CORP	127,674	.54
31 WERTHEIM & CO INC	122,950	.52
32 NEW ENGLAND MUTUAL LIFE INSUR CO LOOMIS-SAYLES MNGR/FUNDS-COMBINED (116279)	116,279	.49
33 MIDLAND BANK GROUP< (ENGLAND) CROCKER NATIONAL CORP (115160)	115,160	.49
34 FIRST WISCONSIN CORP	112,597	.48
35 NEW YORK CITY COMPTROLLER'S OFFICE	101,000	.43
36 NATIONAL LIFE INSURANCE CO NATL INSUR COS & SENTINEL FDS (100000)	100,000	.42
37 EATON & HOWARD VANCE SANDERS INC EATON & HOWARD VANCE/FDS-COMB (95799)	95,799	.40
38 STATE STREET RESEARCH & MANAGEMENT CO*	95,200	.40
39 NORTHERN TRUST CORP	94,987	.40
40 MARSHALL & ILSLEY CORP	92,531	.39
41 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (89193)	89,193	.38
42 THORDIKE DORAN PAINE & LEWIS THORNDIKE-WELLINGTON FUNDS-COMB (87350)	87,350	.37
43 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	83,600G	.35
44 OHIO SCHOOL EMPLOYEES RETIR SYSTEM	80,000	.34
45 MINNESOTA MUTUAL LIFE INSUR CO	78,500	.33
46 EMPLOYERS MUTAL LIABILITY INSUR CO-WISCONSIN	75,000	.32
47 FIRST & MERCHANTS CORP	74,634	.31
48 GEICO CORP	73,500	.31
49 CHEMICAL NEW YORK CORP	72,346	.30
50 LINCOLN NATIONAL CORP< LINCOLN NATL INSUR/FDS-COMBINED (71165)	71,165	.30
51 SHEARSON LOEB RHOADES INC< BOSTON CO INC (69440)	69,440	.29
52 WESTERN BANCORPORATION<	62,779	.26
53 SHAWMUT CORP	59,263	.25
54 SOUTHEAST BANKING CORP	55,539	.23
55 HONG KONG & SHANGHAI BANKING CORP MARINE MIDLAND BANKS INC (54154)	54,154	.23
56 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND) BANK OF CALIFORNIA NA (54099)	54,099	.23
57 HARRIS BRETALL & MCELDOWNEY INC	52,800H	.22
58 FIRST NATIONAL CHARTER CORP	50,292	.21
59 ARGUS RESEARCH CORP ARGUS INVESTORS COUNSEL INC (47500)	47,500	.20
TOTALS	14,173,700	60.56%

TOP 5 CONTROL 22.74% OF STOCK   TOP 15 CONTROL 39.53% OF STOCK
TOP 10 CONTROL 32.97% OF STOCK   TOP 20 CONTROL 44.15% OF STOCK

KNIGHT-RIDDER NEWSPAPERS

(SHARES O/S: 31,783,000)

Principal Stockholders	Shares	%
1 KNIGHT FAMILY INTERESTS# KNIGHT, JAMES L (2926870) KNIGHT, JOHN S (6356504) KNIGHT (JOHN S) CHARITABLE REM TR (100000)	9,383,374J	29.52
2 RIDDER FAMILY INTERESTS# RIDDER, BERNARD J (1500416) RIDDER, WALTER T (307351) RIDDER, BERNARD H JR & FAMILY (338899)	2,146,666J	6.75
3 CAPITAL GROUP INC CAPITAL GUARDIAN TRUST CO (1415000) CAPITAL RES & MNGT/FUNDS-COMBINED (675000)	2,090,000	6.57
4 FIRST NATIONAL BANK OF AKRON	1,579,708	4.97
5 BANK OF NEW YORK CO INC	1,079,548	3.39
6 MANUFACTURERS HANOVER CORP< EDIE (LIONEL D) & CO INC (632150)	632,150	1.98
7 NEW YORK STATE TEACHERS RETIR FUND	611,900	1.92
8 PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (571300)	571,300	1.79
9 CHEMICAL NEW YORK CORP	518,560	1.63
10 PRINGLE FLINN ELVINS & DONAHUE INC	480,100	1.51
11 PROVIDENT NATIONAL CORP<	336,000	1.05
12 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	310,000	.97

KNIGHT-RIDDER NEWSPAPERS - CONTINUED

Principal Stockholders	Shares	%
13 GENERAL ELECTRIC CO GENERAL ELECTRIC PENSION TRUST (278000)	278,000	.87
14 HILLS, LEE & FAMILY#	257,860J	.81
15 UNITED STATES STEEL CORP US STEEL & CARNEGIE PENSION TR (253000)	253,000	.79
16 ANDERSON, PEYTON T#	246,800J	.77
17 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	220,000J	.69
18 FIRST MANHATTAN CO	219,450	.69
19 UNION CARBIDE CORP	207,000	.65
20 EAGLE MANAGEMENT & TRUST CO	205,520	.64
21 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	200,000	.62
22 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND) BANK OF CALIFORNIA NA (197880)	197,880	.62
23 CHAPMAN, ALVAH H JR & FAMILY#	181,734J	.57
24 BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	177,600	.55
25 CITICORP<	174,900	.55
26 MORGAN (J P) & CO INC<	173,000	.54
27 WASHINGTON DEPT OF RETIREMENT SYSTEMS	147,700	.46
28 FARMERS GROUP INC< FARMERS GROUP INSUR COS-COMBINED (132000)	132,000	.41
29 PHIPPS FAMILY INTERESTS BESSEMER TRUST CO NA (129868)	129,868	.40
30 SHEARSON LOEB RHOADES INC< BOSTON CO INC (127667)	127,667	.40
31 WELLS FARGO & CO	115,100	.36
32 CONNECTICUT STATE TRUST FUND	115,000J	.36
33 TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (100000)	100,000	.31
34 METROPOLITAN LIFE INSURANCE CO	95,400H	.30
35 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (94600)	94,600	.29
36 UNITED MISSOURI BANCSHARES INC	93,000	.29
37 BANKERS TRUST NEW YORK CORP	91,160	.28
38 U S TRUST CORP	88,910	.27
39 PRINCETON UNIVERSITY	80,000F	.25
40 DREYFUS CORP*	75,000	.23
41 LAZARD FRERES & CO	70,100	.22
42 STANFORD UNIVERSITY	70,000G	.22
43 BATTERYMARCH FINANCIAL MNGT CORP	68,100	.21
44 NEUBERGER & BERMAN+ NEUBERGER & BER MNGT/FDS-COMBINED (65000)	65,000	.20
TOTALS	24,490,655	77.05%

TOP 5 CONTROL 51.22% OF STOCK   TOP 15 CONTROL 64.58% OF STOCK
TOP 10 CONTROL 60.07% OF STOCK   TOP 20 CONTROL 68.04% OF STOCK

KOPPERS CO

(SHARES O/S: 26,063,000)

Principal Stockholders	Shares	%
1 MELLON FAMILY INTERESTS# MELLON FAMILY MEMBERS (3245300) PEARSON, NATHAN W (692000) MATHIESON, ANDREW W & FAMILY (1155897) MELLON (ANDREW W) FOUNDATION (119400)	5,212,600	20.00
2 CAPITAL GROUP INC CAPITAL GUARDIAN TRUST CO (1245400)	1,245,400	4.77
3 SAROFIM (FAYEZ) & CO	956,720	3.67
4 PIONEER GROUP INC PIONEERING MNGT/FUNDS-COMB	814,000	3.12
5 DONALDSON LUFKIN & JENRETTE INC< (411900) ALLIANCE CAPITAL MANAGEMENT CORP* (133100)	545,000	2.09
6 TELEDYNE INC TELEDYNE INSUR COS-COMBINED (506100)	506,100	1.94
7 BRUNDAGE STORY & ROSE	460,863	1.76
8 PITTSBURGH NATIONAL CORP KOPPERS SAVINGS & PROFIT SHARING PLAN-6056 PCTS (223000)	360,465	1.38
9 STUBBS, GRETCHEN & FAMILY	348,000D	1.33
10 BETHLEHEM STEEL CORP BETHLEHEM STEEL CORP PENSION PL (340600)	340,600	1.30
11 MORGAN (J P) & CO INC< (168000) MORGAN GUARANTY TRUST CO OF NY MORGAN GUARANTY FUNDS-COMBINED (140000)	308,000	1.18
12 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	300,000J	1.15
13 MARINE CORP MARINE INVESTMENT MNGT INC (293304)	293,304	1.12
14 SUN LIFE ASSURANCE CO OF CANADA	284,800	1.09

KOPPERS - CONTINUED

Principal Stockholders	Shares	%
15 KEY BANKS INC	208,060	.79
16 MASSACHUSETTS FINANCIAL SERVICES INC*	200,000	.76
17 NEW YORK CITY COMPTROLLER'S OFFICE	195,000	.74
18 DUPONT FAMILY INTERESTS	189,688	.72
WILMINGTON TRUST CO (189688)		
19 INSTITUTIONAL CAPITAL CORP	179,200	.68
20 KIRBY FAMILY GROUP-ALLEGHANY CORP<	175,000	.67
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (175000)		
21 MELLON NATIONAL CORP	156,685	.60
22 STANFORD UNIVERSITY	155,200G	.59
23 FIFTH THIRD BANK	127,985	.49
24 G S I INC	127,500	.48
PENMARK INVESTMENTS INC (127500)		
25 PRINCETON UNIVERSITY	115,000F	.44
26 RILEY, WILLIAM	113,700D	.43
27 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	99,800G	.38
28 MARKS, PIERCE E JR	92,406D	.35
29 COLONIAL BANCORP INC (CONN)	88,455	.33
30 CONTINENTAL GROUP INC<	87,200	.33
CONTINENTAL FINL SERVICES CO (87200)		
31 METROPOLITAN LIFE INSURANCE CO	81,000H	.31
32 MINNESOTA MUTUAL LIFE INSUR CO	68,600	.26
33 BROWN, STANLEY N#	64,000C	.24
34 TITUS, DONALD L	61,956D	.23
35 SHAWMUT CORP	58,850	.22
36 SHIELDS ASSET MANAGEMENT INC	58,675	.22
37 BARNETT BANKS OF FLORIDA INC	56,000	.21
38 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	55,000	.21
39 UNITED KENTUCKY INC	54,684	.20
40 BANKAMERICA CORP<	54,478	.20
41 STANDISH AYER & WOOD INC*	54,400	.20
42 MERCANTILE BANKSHARES CORP<	53,500	.20
43 IOWA PUBLIC EMPLOYEES RETIREMENT SYSTEM	48,500	.18
TOTALS	15,056,374	57.76%

TOP 5 CONTROL 33.66% OF STOCK TOP 15 CONTROL 46.74% OF STOCK
TOP 10 CONTROL 41.39% OF STOCK TOP 20 CONTROL 50.35% OF STOCK

LEAR SIEGLER

(SHARES O/S: 15,007,000)

Principal Stockholders	Shares	%
1 NEW ENGLAND MUTUAL LIFE INSUR CO	812,675	5.41
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (812675)		
2 STEIN ROE & FARNHAM*	727,675	4.84
3 REPUBLIC OF TEXAS CORP<	707,829	4.71
4 LOUKS, DAVID J#	623,300J	4.15
5 MCGREGOR, HOWARD L JR#	623,300	4.15
6 MORGAN (J P) & CO INC<	586,000	3.90
7 SCUDDER STEVENS & CLARK CO*	441,955	2.94
8 REICH & TANG INC	261,700	1.74
9 TROUSDALE, PAUL W#	250,000	1.66
10 FIRST NATIONAL BANCORP INC	237,000	1.57
11 UNITED SERVICES AUTOMOBILE ASSOC	165,000	1.09
USAA INVESTMENT MNGT CO (165000)		
12 WESTERN BANCORPORATION<	148,200	.98
13 BANKERS TRUST NEW YORK CORP	119,215	.79
14 SEYFERTH, DON F#	103,512	.68
15 HONG KONG & SHANGHAI BANKING CORP	101,021	.67
MARINE MIDLAND BANKS INC (101021)		
16 SELIGMAN (J & W) & CO*	100,000	.66
SELIGMAN/FUNDS-COMBINED (100000)		
17 MASSACHUSETTS FINANCIAL SERVICES INC*	95,000	.63
18 TELEDYNE INC	91,600	.61
TELEDYNE INSUR COS-COMBINED (91600)		
19 CAMPION, ROBERT T#	86,132	.57
20 AMERICAN GENERAL INSURANCE CO<	81,000	.53
AMERICAN GENL INSUR CO-COMBINED (81000)		
21 CAPITAL CONSULTANTS INC	77,100	.51
22 STATE MTL LIFE ASSUR CO OF AMERICA	70,500	.46
STATE MTL LIFE INSUR/FDS-COMBINED (70500)		
23 INA CORP<	70,000	.46
INA INSUR COS/FDS-COMBINED (70000)		
24 DAVIS/DINSMORE MANAGEMENT CO*	70,000	.46
25 AMERICAN FLETCHER CORP<	70,000	.46
26 OPPENHEIMER HOLDINGS INC*	50,000	.33
OPPENHEIMER FUNDS-COMBINED (50000)		

LEAR SIEGLER - CONTINUED

Principal Stockholders	Shares	%
27 MERRILL LYNCH & CO INC<	46,000	.30
MERRILL LYNCH ASSET MNGT CO INC* (46000)		
28 WEISS PECK & GREER*	44,600	.29
29 HAHN, K ROBERT#	43,408	.28
30 FIRST UNION CORP	40,350	.26
31 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	39,700	.26
BANK OF CALIFORNIA NA (39700)		
32 STEADMAN SECURITY CORP*	35,000	.23
33 CONTINENTAL ILLINOIS CORP	30,812	.20
TOTALS	7,049,584	46.97%

TOP 5 CONTROL 23.28% OF STOCK TOP 15 CONTROL 39.37% OF STOCK
TOP 10 CONTROL 35.12% OF STOCK TOP 20 CONTROL 42.39% OF STOCK

LEVI STRAUSS

(SHARES O/S: 41,482,000)

Principal Stockholders	Shares	%
1 HAAS FAMILY INTERESTS#	18,238,103	43.96
HAAS, PETER E (2917984)		
HAAS, WALTER A JR (2085346)		
HAAS, ROBERT D (204708)		
GOLDMAN, RHODA H (1779698)		
RUSSELL, MADELEINE H (2545196)		
HAAS, WALTER A ESTATE (2030400)		
OTHER HAAS FAMILY MEMBERS (6672071)		
2 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	3,882,907	9.36
BANK OF CALIFORNIA NA (3481511)		
NEW COURT CAPITAL MNGT INC (401396)		
3 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,099,710	2.65
4 MIDLAND BANK GROUP< (ENGLAND)	967,410	2.33
CROCKER NATIONAL CORP (967410)		
5 WISCONSIN INVESTMENT BOARD	592,300	1.42
6 MELLON NATIONAL CORP	524,407	1.26
7 WELLS FARGO & CO	513,549	1.23
LEVI STRAUSS ST PUR & INV PL (429323)		
8 EQUITABLE LIFE ASSUR SOCIETY OF US	407,400	.98
9 THORDIKE DORAN PAINE & LEWIS	324,174	.78
THORNDIKE-WELLINGTON FUNDS-COMB (324174)		
10 ST PAUL COMPANIES INC<	306,100	.73
ST PAUL INSUR COS/FDS-COMBINED (306100)		
11 MASSACHUSETTS FINANCIAL SERVICES INC*	300,000	.72
12 KORET, JOSEPH & ASSOCIATES	278,890G	.67
13 CHEMICAL NEW YORK CORP	235,152	.56
14 NEW ENGLAND MUTUAL LIFE INSUR CO	221,785	.53
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (221785)		
15 GROEBL, OSCAR J & FAMILY	221,200J	.53
16 SANGUINETTI, ALFRED V#	210,900	.50
17 ROULSTON & CO INC	209,550	.50
18 MARYLAND STATE RETIREMENT SYSTEMS	200,000	.48
19 PROVIDENT NATIONAL CORP<	190,600	.45
20 ROYAL INSURANCE CO LTD (ENGLAND)	182,400	.43
ROYAL INSURS COS-COMBINED (182400)		
21 CHASE MANHATTAN CORP	179,800	.43
22 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	150,000	.36
AM INTERNL INSUR COS-COMBINED (150000)		
23 GULF & WESTERN INDUSTRIES INC<	144,000	.34
24 CONTINENTAL ILLINOIS CORP	128,100	.30
25 WAITE & CORRENTI	128,000	.30
26 G S I INC	127,300	.30
PENMARK INVESTMENTS INC (127300)		
27 BATTERYMARCH FINANCIAL MNGT CORP	126,600	.30
28 HELLER (WALTER E) INTERNATIONAL CORP	125,674	.30
AMERICAN NATL BK & TR CO/CHICAGO (125674)		
29 LAGORIA, C W	115,462	.27
30 VIRGINIA NATIONAL BANKSHARES INC	111,125	.26
31 COHN, HARRY H#	110,162	.26
32 CRUM & FORSTER<	104,600	.25
CRUM & FORSTER INSUR COS-COMBINED (104600)		
33 I N C O LTD (CANADA)	97,600	.23
I N C O CAPITAL MANAGEMENT INC (97600)		
34 BANKERS TRUST NEW YORK CORP	95,567	.23
35 AMERICAN GENERAL INSURANCE CO<	88,000	.21
AMERICAN GENL INSUR CO-COMBINED (88000)		
36 TAUBE, THADDEUS N	84,615G	.20
TOTALS	31,023,142	74.78%

LEVI STRAUSS - CONTINUED

TOP 5 CONTROL 59.73% OF STOCK TOP 15 CONTROL 67.77% OF STOCK
TOP 10 CONTROL 64.74% OF STOCK TOP 20 CONTROL 70.16% OF STOCK

LIBBEY-OWENS-FORD

(SHARES O/S: 11,085,000)

Principal Stockholders	Shares	%
1 GULF & WESTERN INDUSTRIES INC<	1,634,300	14.74
2 BATTERYMARCH FINANCIAL MNGT CORP	504,700	4.55
3 WISCONSIN INVESTMENT BOARD	494,100	4.45
4 THORDIKE DORAN PAINE & LEWIS	342,985	3.09
THORNDIKE-WELLINGTON FUNDS-COMB (342985)		
5 NORTHWEST OHIO BANCSHARES INC	326,029	2.94
6 WELLS FARGO & CO	147,413	1.32
7 TEXAS PERMANENT SCHOOL FUND	136,200	1.22
8 AMERITRUST CO	127,668	1.15
9 MARINE BANCORP INC	110,100	.99
10 ILLINOIS STATE TEACHERS RETIR SYSTEM	110,000J	.99
11 WILKINS & NANOVIC ASSOCIATES	107,700	.97
12 WESTERN BANCORPORATION<	90,560	.81
13 GREEN (DAVID J) & CO	88,100	.79
14 KUNEVICIUS, ALEX	83,000	.74
15 FIRST OHIO BANCSHARES INC	72,098	.65
16 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	69,500	.62
17 LEBOUTILLIER, PHILIP JR & FAMILY#	56,607J	.51
18 LORD ABBETT & CO*	50,000	.45
19 DETROITBANK CORP	42,476	.38
20 MANUFACTURERS HANOVER CORP<	41,753	.37
21 FIDUCIARY TRUST CO (BOSTON)	40,821	.36
22 HELLER (WALTER E) INTERNATIONAL CORP	32,840	.29
AMERICAN NATL BK & TR CO/CHICAGO (32840)		
23 WINGERTER, ROBERT G#	32,681J	.29
24 MARSH & MCLENNAN COS INC<	31,700	.28
PUTNAM MNGT/FUNDS-COMBINED (31700)		
25 LOUISANA STATE EMPLOYEES RETIR SYSTEM	31,700	.28
26 MACNICHOL, GEORGE P 3RD#	24,589E	.22
TOTALS	4,829,620	43.56%

TOP 5 CONTROL 29.78% OF STOCK TOP 15 CONTROL 39.46% OF STOCK
TOP 10 CONTROL 35.48% OF STOCK TOP 20 CONTROL 41.81% OF STOCK

LILLY (ELI) & CO

(SHARES O/S: 72,879,000)

Principal Stockholders	Shares	%
1 LILLY ENDOWMENT, INC	13,131,480	18.01
2 MERCHANTS NATIONAL CORP	3,482,246	4.77
LILLY EMP SAV PLAN-PCTS (1564944)		
3 AMERICAN FLETCHER CORP<	2,382,921	3.26
4 MORGAN (J P) & CO INC<	1,774,000	2.43
5 CITICORP<	1,520,229	2.08
6 INDIANA NATIONAL CORP	1,369,212	1.87
7 SAROFIM (FAYEZ) & CO	1,363,845	1.87
8 UNITED STATES STEEL CORP	1,034,500	1.41
US STEEL & CARNEGIE PENSION TR (1034500)		
9 ROWE PRICE (T) & ASSOCIATES INC*	902,438	1.23
10 STATE FARM MUTL AUTOMOBILE INSUR CO	807,000H	1.10
STATE FARM INSUR COS-COMBINED (807000)		
11 STATE STREET RESEARCH & MANAGEMENT CO*	731,202	1.00
12 FIRST NATIONAL BOSTON CORP	663,480	.91
13 BABSON (DAVID L) & CO INC*	654,870	.89
14 TRAVELERS CORP<	599,600	.82
TRAVELERS/KEYSTONE FUNDS-COMBINED (599600)		
15 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	570,000	.78
16 LAZARD FRERES & CO	517,300	.70
17 WRIGHT, BAGLEY & AFFILIATES	500,000J	.68
18 MELLON NATIONAL CORP	470,556	.64
19 DODGE & COX INC*	458,128	.62
20 BEA ASSOCIATES INC	424,850	.58
21 PRUDENTIAL INSURANCE CO OF AM	376,100	.51
PRUDENTIAL INSUR COS/FUNDS-COMB (376100)		
22 TEXAS PERMANENT SCHOOL FUND	373,600	.51
23 WELLS FARGO & CO	322,767	.44
24 HARTFORD NATIONAL CORP	315,192	.43
25 CHILDRENS MUSEUM OF INDIANAPOLIS	310,894H	.42
26 SELIGMAN (J & W) & CO+	306,500	.42
SELIGMAN/FUNDS-COMBINED (306500)		
27 U S TRUST CORP	303,648	.41

LILLY - CONTINUED

Principal Stockholders	Shares	%
28 MANUFACTURERS HANOVER CORP<	301,395	.41
EDIE (LIONEL D) & CO INC (301395)		
29 CONTINENTAL ILLINOIS CORP	291,166	.39
30 TEXAS TEACHERS RETIR SYSTEM	278,400	.38
31 CONNECTICUT GENERAL INSURANCE CORP	261,800	.35
CONN GENL INSUR COS/FDS-COMBINED (261800)		
32 INDIANAPOLIS MUSEUM OF ART	259,905	.35
33 CBT CORP	258,213	.35
34 BETHLEHEM STEEL CORP	255,100	.35
BETHLEHEM STEEL CORP PENSION PL (255100)		
35 HELLER (WALTER E) INTERNATIONAL CORP	252,427	.34
AMERICAN NATL BK & TR CO/CHICAGO (252427)		
36 AETNA LIFE & CASUALTY CO	247,300H	.33
AETNA INSUR COS/FDS-COMBINED (247300)		
37 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	245,500	.33
38 PRINGLE FLINN ELVINS & DONAHUE INC	227,100	.31
39 CAPITAL SUPERVISORS INC	222,000	.30
40 FIRST INTERNATIONAL BANCSHARES INC	220,095	.30
41 COLE YEAGER & WOOD INC	217,137	.29
42 AMERITRUST CO	213,625	.29
43 SHEARSON LOEB RHOADES INC<	209,500	.28
BERNSTEIN-MACAULEY INC (209500)		
44 NEW YORK STATE COMMON RETIREMENT FUND	200,000H	.27
45 BAUSTERT, JAMES L & AFFILIATES	190,400J	.26
46 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	183,400	.25
AM INTERNL INSUR COS-COMBINED (183400)		
47 BANKERS TRUST NEW YORK CORP	180,790	.24
48 MARSH & MCLENNAN COS INC<	179,800	.24
PUTNAM MNGT/FUNDS-COMBINED (179800)		
49 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	171,900	.23
50 HARVARD UNIVERSITY	167,715	.23
51 BATTERYMARCH FINANCIAL MNGT CORP	163,100	.22
52 WILMINGTON CAPITAL MNGT	160,125	.21
53 METROPOLITAN LIFE INSURANCE CO	159,400H	.21
54 LINCOLN FIRST BANKS INC	158,957	.21
55 WESTERN BANCORPORATION<	155,878	.21
56 NEW YORK STATE TEACHERS RETIR FUND	154,600	.21
57 FIDUCIARY TRUST CO OF NEW YORK	153,227	.21
FIDUCIARY TRUST/FUNDS-COMBINED (153227)		
58 UNITED STATES FIDELITY & GUARANTY CO	151,800	.20
U S FID & GUAR INSUR COS-COMBINED (151800)		
59 ROCHESTER UNIVERSITY	150,000	.20
60 NATIONWIDE MUTUAL INSUR CO	150,000	.20
NATIONWIDE INSUR COS/FUNDS-COMB (150000)		
61 ILLINOIS STATE TEACHERS RETIR SYSTEM	150,000J	.20
62 EDMARK, K WILLIAM	149,156J	.20
63 ROBERTS, DONALD	139,291D	.19
TOTALS	42,896,760	58.86%

TOP 5 CONTROL 30.58% OF STOCK TOP 15 CONTROL 42.51% OF STOCK
TOP 10 CONTROL 38.10% OF STOCK TOP 20 CONTROL 45.77% OF STOCK

LITTON INDUSTRIES

(SHARES O/S: 35,936,000)

Principal Stockholders	Shares	%
1 TELEDYNE INC	10,103,729	28.11
TELEDYNE INSUR COS-COMBINED (10103729)		
2 THORNTON, CHARLES & FAMILY#	1,247,266	3.47
3 BANKERS TRUST NEW YORK CORP	873,714	2.43
4 KIRBY FAMILY GROUP-ALLEGHANY CORP<	569,028	1.58
ALLEGHANY CORP (569028)		
5 BARING BROTHERS INC (ENGLAND)	526,430	1.46
ENDOWMENT MANAGEMENT & RES CO* (526430)		
6 CONNECTICUT GENERAL INSURANCE CORP	502,657	1.39
CONN GENL INSUR COS/FDS-COMBINED (502657)		
7 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	455,397	1.26
NEW COURT CAPITAL MNGT INC (455397)		
8 FMR CORP	432,400	1.20
FIDELITY MNGT & RESEARCH CO* (81160)		
FMR/FUNDS-COMBINED (351240)		
9 STEIN ROE & FARNHAM*	411,036	1.14
10 CHASE MANHATTAN CORP	400,982	1.11
LITTON MASTER TRUST-INTERNAL (400982)		
11 CITICORP<	364,150	1.01
12 MACKAY-SHIELDS FINANCIAL CORP	267,173	.74
13 OPPENHEIMER HOLDINGS INC+	256,747	.71
OPPENHEIMER FUNDS-COMBINED (256747)		

LITTON INDUSTRIES - CONTINUED

Principal Stockholders	Shares	%
14 CENTURY CAPITAL ASSOCIATES	252,198	.70
15 MARSH & MCLENNAN COS INC<	230,264	.64
PUTNAM MNGT/FUNDS-COMBINED (230264)		
16 BJURMAN (GEORGE D) & ASSOCIATES	192,793	.53
17 UNITED STATES STEEL CORP	184,421	.51
US STEEL & CARNEGIE PENSION TR (184421)		
18 SUN LIFE ASSURANCE CO OF CANADA	168,848	.46
19 MORGAN (J P) & CO INC<	165,000	.45
20 PITTSBURGH NATIONAL CORP	164,992	.45
21 FORSTMANN-LEFF ASSOCIATES	153,360	.42
22 WELLS FARGO & CO	150,497	.41
23 HONG KONG & SHANGHAI BANKING CORP	131,091	.36
MARINE MIDLAND BANKS INC (131091)		
24 NORTHERN TRUST CORP	128,530	.35
25 NEW ENGLAND MUTUAL LIFE INSUR CO	123,726	.34
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (123726)		
26 ATLANTA CAPITAL MNGT CORP	118,612	.33
27 BANKAMERICA CORP<	116,465	.32
28 HELLER (WALTER E) INTERNATIONAL CORP	116,463	.32
AMERICAN NATL BK & TR CO/CHICAGO (116463)		
29 MARYLAND STATE RETIREMENT SYSTEMS	104,040	.28
30 MIDLAND BANK GROUP< (ENGLAND)	102,126	.28
CROCKER NATIONAL CORP (102126)		
31 WAITE & CORRENTI	99,960	.27
32 EXXON CORP	96,232	.26
33 MCDANIEL, GLENN & FAMILY#	88,855	.24
34 NORTHWEST BANCORPORATION<	85,244	.23
NORTHWESTERN NATL BK MINNEAPOLIS (85244)		
35 CHEMICAL NEW YORK CORP	83,824	.23
36 SWISS REINSURANCE CO (SWITZERLAND)	83,404	.23
37 FIDUCIARY TRUST CO OF NEW YORK	79,082	.22
FIDUCIARY TRUST/FUNDS-COMBINED (79082)		
38 ATLANTIC RICHFIELD CO	76,816	.21
39 BANK OF NEW YORK CO INC	75,319	.20
40 CRITERON MANAGEMENT CORP	73,750	.20
41 WESTERN BANCORPORATION<	73,228	.20
42 BATTERYMARCH FINANCIAL MNGT CORP	72,291	.20
TOTALS	20,002,140	55.66%

TOP 5 CONTROL 37.06% OF STOCK TOP 15 CONTROL 47.00% OF STOCK
TOP 10 CONTROL 43.19% OF STOCK TOP 20 CONTROL 49.44% OF STOCK

LOCKHEED

(SHARES O/S 11,746,000)

Principal Stockholders	Shares	%
1 TRUST CO OF THE WEST	890,850	7.58
T C W ASSET MANAGEMENT CO (890850)		
2 KEMPER FAMILY GROUP	554,550	4.72
KEMPER INSUR COS/FDS-COMBINED (554550)		
3 FMR CORP	454,400	3.86
FIDELITY MNGT & RESEARCH CO* (253000)		
FMR/FUNDS-COMBINED (201400)		
4 SELIGMAN (J & W) & CO+	425,000	3.61
SELIGMAN/FUNDS-COMBINED (425000)		
5 DONALDSON LUFKIN & JENRETTE INC<	343,400	2.92
6 MANUFACTURERS HANOVER CORP< (70250)	207,600	1.76
EDIE (LIONEL D) & CO INC (137350)		
7 TRAVELERS CORP<	200,400	1.70
TRAVELERS/KEYSTONE FUNDS-COMBINED (200400)		
8 REICH & TANG INC	180,300	1.53
9 FORSTMANN-LEFF ASSOCIATES	155,100	1.32
10 PIEDMONT MANAGEMENT CO INC<	152,820	1.30
LEXINGTON MANAGEMENT CORP* (152820)		
11 BERBERIAN, MICHAEL#	145,000J	1.23
12 CITICORP<	133,835	1.13
13 FIRST NATIONAL BOSTON CORP	128,250	1.09
14 CONNECTICUT GENERAL INSURANCE CORP	113,000	.96
CONN GENL INSUR COS/FDS-COMBINED (113000)		
15 UNION CARBIDE CORP	105,200	.89
16 SBHU HOLDINGS INC	95,400	.81
17 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	83,886	.71
18 FIRST PENNSYLVANIA CORP	81,030	.68
19 STATE MTL LIFE ASSUR CO OF AMERICA	80,000	.68
STATE MTL LIFE INSUR/FDS-COMBINED (80000)		
20 EQUITABLE LIFE ASSUR SOCIETY OF US	75,000	.63
21 FIRST INVESTORS CORP*	63,000	.53

LOCKHEED - CONTINUED

Principal Stockholders	Shares	%
22 CAPITAL GROUP INC	60,000	.51
CAPITAL RES & MNGT/FUNDS-COMBINED (60000)		
23 MANUFACTURERS LIFE INSUR CO (CANADA)	40,800	.34
24 AMERICAN BIRTHRIGHT TRUST MANAGEMENT INC	40,000	.34
25 PRINCIPAL SAVINGS & TRUST CO	38,000J	.32
PRINCIPAL FUNDS-COMBINED (38000)		
26 BANK OF NEW YORK CO INC	36,400	.30
27 MARSH & MCLENNAN COS INC<	32,000	.27
PUTNAM MNGT/FUNDS-COMBINED (32000)		
28 PENNEY (J C) CO INC	31,800H	.27
PENNEY (J C) INSUR COS-COMBINED (31800)		
29 CONTINENTAL GROUP INC<	31,400	.26
CONTINENTAL FINL SERVICES CO (31400)		
30 OPPENHEIMER HOLDINGS INC+	28,000	.23
TOTALS	5,006,421	42.62%

TOP 5 CONTROL 22.71% OF STOCK TOP 15 CONTROL 35.66% OF STOCK
TOP 10 CONTROL 30.34% OF STOCK TOP 20 CONTROL 39.20% OF STOCK

LONE STAR INDUSTRIES

(SHARES O/S: 10,374,000)

Principal Stockholders	Shares	%
1 BANGOR PUNTA CORP	1,395,000	13.44
2 LORD ABBETT & CO*	816,700	7.87
3 BATTERYMARCH FINANCIAL MNGT CORP	382,700	3.68
4 IRVING BANK CORP	233,400	2.24
5 BRUNDAGE STORY & ROSE	208,350	2.00
6 NATIONAL SECURITIES & RESEARCH CORP*	188,000	1.81
7 LINCOLN NATIONAL CORP<	175,084	1.68
LINCOLN NATIONAL INVESTMENT CO* (45200)		
LINCOLN NATL INSUR/FDS-COMBINED (129884)		
8 BANKERS LIFE CO	169,916	1.63
9 NEW ENGLAND MUTUAL LIFE INSUR CO	145,725	1.40
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (145725)		
10 HERITAGE WISCONSIN CORP	141,475	1.36
11 MORGAN (J P) & CO INC<	114,000	1.09
12 LAZARD FRERES & CO	95,222	.91
13 SHEARSON LOEB RHOADES INC<	93,213	.89
BOSTON CO INC (93213)		
14 FIRST CITY BANCORP OF TEXAS INC	78,305	.75
15 DETROITBANK CORP	75,600	.72
16 WESTERN BANCORPORATION<	71,412	.68
17 FIRST NATIONAL BOSTON CORP	66,250	.63
18 BANKERS TRUST NEW YORK CORP	65,558	.63
19 CORNELL UNIVERSITY	60,000	.57
20 WASHINGTON DEPT OF RETIREMENT SYSTEMS	54,300	.52
21 AXE (E W) & CO INC*	53,846	.51
AXE-HOUGHTON FUNDS-COMBINED (53846)		
22 AMERITRUST CO	49,713	.47
23 PENN MUTUAL LIFE INSURANCE CO	46,700	.45
24 COLORADO NATIONAL BANKSHARES INC	44,100	.42
25 KAPLAN, SHELDON#	44,000J	.42
26 WELLS FARGO & CO	43,265	.41
27 ANDREAS, DWAYNE O#	42,500J	.40
28 SAFECO CORP<	38,462	.37
SAFECO INSUR COS & FDS-COMBINED (38462)		
29 C M B INVESTMENT COUNSELORS	38,200	.36
30 MERRILL LYNCH & CO INC<	37,000	.35
MERRILL LYNCH ASSET MNGT CO INC* (37000)		
31 CITIZENS & SOUTHERN CORP< (SOUTH CAROLINA)	34,894	.33
32 STEWART, JAMES E#	34,250J	.33
33 CHEMICAL NEW YORK CORP	33,997	.32
34 HELLER (WALTER E) INTERNATIONAL CORP	33,527	.32
AMERICAN NATL BK & TR CO/CHICAGO (33527)		
35 SHIELDS ASSET MANAGEMENT INC	26,469	.25
36 PFS MANAGEMENT SERVICES	25,000	.24
37 FIRST UNION BANCORP	23,725	.22
38 CITIZENS FIDELITY CORP	22,352	.21
39 FIRST PENNSYLVANIA CORP	21,134	.20
TOTALS	5,323,344	51.31%

TOP 5 CONTROL 29.26% OF STOCK TOP 15 CONTROL 41.57% OF STOCK
TOP 10 CONTROL 37.17% OF STOCK TOP 20 CONTROL 44.63% OF STOCK

LOUISIANA LAND & EXPLORATION

(SHARES O/S 37,985,000)

	Principal Stockholders	Shares	%
1	HUNT FAMILY INTERESTS	3,498,600	9.21
	PLACID OIL CO (3498600)		
2	AMERADA HESS CORP	2,000,000	5.26
3	TIMKEN FAMILY INTERESTS#	1,212,180	3.19
	TIMKEN, W R JR (418235)		
	TOOT, JOSEPH F JR (225945)		
	TIMKEN, W R (568000)		
4	MORGAN (J P) & CO INC<	1,079,000	2.84
5	KEMPER FAMILY GROUP	767,000	2.01
	KEMPER INSUR COS/FDS-COMBINED (767000)		
6	BARING BROTHERS INC (ENGLAND)	741,400	1.95
	ENDOWMENT MANAGEMENT & RES CO• (741400)		
7	UNITED STATES STEEL CORP	656,900	1.72
	US STEEL & CARNEGIE PENSION TR (656900)		
8	AMERITRUST CO	626,433	1.64
9	ROWE PRICE (T) & ASSOCIATES INC•	550,721	1.44
10	BANKERS TRUST NEW YORK CORP	465,168	1.22
11	CHASE MANHATTAN CORP	409,209	1.07
12	LORD ABBETT & CO•	346,000	.91
13	NEW JERSEY DIVISION OF INVESTMENTS	335,000J	.88
14	FMR CORP	313,800	.82
	FIDELITY MNGT & RESEARCH CO• (130000)		
	FMR/FUNDS-COMBINED (183800)		
15	STATE MTL LIFE ASSUR CO OF AMERICA	260,100	.68
	STATE MTL LIFE INSUR/FDS-COMBINED (260100)		
16	MANUFACTURERS HANOVER CORP<	223,490	.58
17	MESA PETROLEUM	215,600	.56
18	LIBERTY MUTUAL INSURANCE CO	210,800H	.55
19	NEUBERGER & BERMAN•	204,604	.53
	NEUBERGER & BER MNGT/FDS-COMBINED (204604)		
20	SELIGMAN (J & W) & CO+	200,000	.52
	SELIGMAN/FUNDS-COMBINED (200000)		
21	NEW YORK LIFE INSURANCE CO	194,600	.51
22	CONTINENTAL INVESTMENT CORP<	185,000	.48
	WADDELL & REED FDS-COMBINED (185000)		
23	PITTSBURGH NATIONAL CORP	174,448	.45
24	BANK OF NEW YORK CO INC	169,536	.44
25	CONNECTICUT GENERAL INSURANCE CORP	162,500	.42
	CONN GENL INSUR COS/FDS-COMBINED (162500)		
26	WELLS FARGO & CO	156,952	.41
27	MADISON FUND INC	150,000	.39
28	EQUITABLE BANCORPORATION	130,300	.34
29	ROCHESTER UNIVERSITY	130,000	.34
30	HELLER (WALTER E) INTERNATIONAL CORP	129,676	.34
	AMERICAN NATL BK & TR CO/CHICAGO (129676)		
31	CHEMICAL NEW YORK CORP	128,056	.33
32	NATIONAL INVESTMENT SER OF AMERICA INC	118,800	.31
33	LINCOLN FIRST BANKS INC	118,200	.31
34	HORIZON BANCORP (N J)	110,869	.29
35	FIDELCOR INC	94,293	.24
36	NATIONAL SECURITIES & RESEARCH CORP•	90,000	.23
37	FIRST INTERNATIONAL BANCSHARES INC	83,102	.21
38	NEW YORK STATE COMMON RETIREMENT FUND	82,000H	.21
39	INVESCO CAPITAL MNGT INC	80,000	.21
40	BATTERYMARCH FINANCIAL MNGT CORP	78,727	.20
41	HARVARD UNIVERSITY	77,936	.20
42	CONTINENTAL CORP<	77,800	.20
	CONTINENTAL CORP/INSUR COS-COMB (77800)		
43	BALTIMORE EMPLOYEES RETIREMENT SYSTEM	64,700J	.17
	TOTALS	17,103,500	45.02%

TOP 5 CONTROL 22.52% OF STOCK TOP 15 CONTROL 34.91% OF STOCK
TOP 10 CONTROL 30.53% OF STOCK TOP 20 CONTROL 37.68% OF STOCK

LOUISIANA-PACIFIC

(SHARES O/S 28,645,000)

	Principal Stockholders	Shares	%
1	STATE FARM MUTL AUTOMOBILE INSUR CO	1,590,411H	5.55
	STATE FARM INVESTMENT MNGT CORP• (180765)		
	STATE FARM INSUR COS-COMBINED (1409646)		
2	ROWE PRICE (T) & ASSOCIATES INC•	1,298,998	4.53
3	LOUISIANA-PACIFIC CORP	1,073,839J	3.74
	LOUISIANA-PACIFIC STOCK BONUS TRUST-INTERNAL (1023739)		
	LOUISIANA-PACIFIC TRASOP-INTERNAL (50100)		
4	DUPONT FAMILY INTERESTS	571,650	1.99
	DU PONT (E I) DE NEMOURS & CO INC (571650)		

LOUISIANA-PACIFIC - CONTINUED

	Principal Stockholders	Shares	%
5	WESTERN BANCORPORATION<	569,174	1.98
6	BANKERS TRUST NEW YORK CORP	371,591	1.29
7	SAROFIM (FAYEZ) & CO	359,363	1.25
8	BANK OF NEW YORK CO INC	282,609	.98
9	ROULSTON & CO INC	273,002	.95
10	TRANSAMERICA CORP<	254,101	.88
	TRANSAMERICA INSUR COS/FDS-COMB (254101)		
11	NEW JERSEY DIVISION OF INVESTMENTS	225,000J	.78
12	YALE UNIVERSITY	171,220F	.59
13	MERRILL LYNCH & CO INC<	166,498	.58
	MERRILL LYNCH ASSET MNGT CO INC• (166498)		
14	MERLO, HARRY A#	164,016J	.57
15	SELIGMAN (J & W) & CO+	159,135	.55
	SELIGMAN/FUNDS-COMBINED (159135)		
16	UNITED STATES STEEL CORP	154,891	.54
	US STEEL & CARNEGIE PENSION TR (154891)		
17	CONTINENTAL CORP<	123,802	.43
	CONTINENTAL CORP/INSUR COS-COMB (123802)		
18	GIRARD CO	121,898	.42
19	WELLS FARGO & CO	119,646	.41
20	HELLER (WALTER E) INTERNATIONAL CORP	94,951	.33
	AMERICAN NATL BK & TR CO/CHICAGO (94951)		
21	BARING BROTHERS INC (ENGLAND)	93,215	.32
	ENDOWMENT MANAGEMENT & RES CO• (93215)		
22	FIRST WISCONSIN CORP	78,903	.27
23	DARTMOUTH COLLEGE	72,141J	.25
24	STATE MTL LIFE ASSUR CO OF AMERICA	63,345	.22
	STATE MTL LIFE INSUR/FDS-COMBINED (63345)		
25	METROPOLITAN LIFE INSURANCE CO	58,195H	.20
	TOTALS	8,511,594	29.71%

TOP 5 CONTROL 17.81% OF STOCK TOP 15 CONTROL 26.28% OF STOCK
TOP 10 CONTROL 23.19% OF STOCK TOP 20 CONTROL 28.43% OF STOCK

LOWENSTEIN (M) CORP

(SHARES O/S 3,325,000)

	Principal Stockholders	Shares	%
1	LOWENSTEIN FAMILY INTERESTS#	1,623,934	48.84
	ESTATE OF LOWENSTEIN, ABRAM L (615125)		
	LOWENSTEIN (LEON) FOUNDATION (434323)		
	BENDHEIM, ROBERT (255144)		
	BENDHEIM, JOHN M (169444)		
	STUART, JAMES M (43819)		
	STUART, ALAN L (43919)		
	GOLDBERGER, EDWARD (57150)		
	RAPOPORT, BERNARD R (5010)		
2	PELICAN GROVE	251,000	7.54
3	DREYFUS CORP•	200,000	6.01
4	HELLER (WALTER E) INTERNATIONAL CORP	38,832	1.16
	AMERICAN NATL BK & TR CO/CHICAGO (38832)		
5	SOVEY, L TERRELL JR#	19,500J	.58
6	DUKE & COMPANY INC	14,200	.42
7	SEARS ROEBUCK & CO	12,500	.37
	ALLSTATE INSUR COS/FDS-COMBINED (12500)		
8	CULLMAN, EDGAR M#	11,200J	.33
9	WELLS FARGO & CO	11,100	.33
	TOTALS	2,182,266	65.63%

TOP 5 CONTROL 64.15% OF STOCK TOP 15 CONTROL 65.63% OF STOCK
TOP 10 CONTROL 65.63% OF STOCK TOP 20 CONTROL 65.63% OF STOCK

LTV CORP

(SHARES O/S 35,712,000)

	Principal Stockholders	Shares	%
1	MELLON NATIONAL CORP	2,472,581	6.92
	LTV SAV & INVEST PLS/8000 PCTS (1091032)		
2	MORGAN (J P) & CO INC<	1,581,000	4.42
3	OPPENHEIMER HOLDINGS INC+ (1195696)	1,422,496	3.98
	OPPENHEIMER FUNDS-COMBINED (226800)		
4	LYKES FAMILY INTERESTS#	1,286,759	3.60
	LYKES, CHARLES P (695368)		
	LYKES, JOSEPH T JR (287748)		
	FERGUSON, CHESTER H (303643)		
5	BARING BROTHERS INC (ENGLAND)	1,078,500	3.01
	ENDOWMENT MANAGEMENT & RES CO• (1078500)		

LTV - CONTINUED

Principal Stockholders	Shares	%
6 AMERICAN GENERAL INSURANCE CO<	625,000	1.75
AMERICAN GENL INSUR CO-COMBINED (125000)		
AMERICAN GENERAL FDS-COMBINED (500000)		
7 DREYFUS CORP*	590,000	1.65
8 BEA ASSOCIATES INC	445,000	1.24
9 INA CORP<	301,600	.84
INA INSUR COS/FDS-COMBINED (301600)		
10 WESTERN BANCORPORATION<	300,075	.84
11 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	300,000	.84
12 KIRBY FAMILY GROUP-ALLEGHANY CORP<	150,000	.42
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (150000)		
13 CHASE MANHATTAN CORP	141,900	.39
14 THAYER, PAUL#	137,846	.38
15 HAY, RAYMOND A#	109,073	.30
16 AMERICAN BIRTHRIGHT TRUST MANAGEMENT INC	100,000	.28
17 FIRST PENNSYLVANIA CORP	85,200	.23
18 FIRST INVESTORS CORP*	82,500	.23
19 HILDENBRAND, EVERETT	80,169	.22
TOTALS	11,289,699	31.61%

TOP 5 CONTROL 21.95% OF STOCK   TOP 15 CONTROL 30.63% OF STOCK
TOP 10 CONTROL 28.29% OF STOCK   TOP 20 CONTROL 31.61% OF STOCK

LUBRIZOL CORP

(SHARES O/S: 19,808,000)

Principal Stockholders	Shares	%
1 NATIONAL CITY CORP	2,213,915	11.17
LUBRIZOL EMPLOYEES PROFIT SHARING PLAN/2146 PCTS (677517)		
2 POLSTER, WILLIAM A	1,241,433J	6.26
3 AMERITRUST CO	627,112	3.16
4 MARSH & MCLENNAN COS INC<	595,100	3.00
EBERSTADT ASSET MNGT/FDS-COMBINED (595100)		
5 BABSON (DAVID L) & CO INC* (481820)	581,820	2.93
JONES & BABSON INC		
BABSON MNGR/FUNDS-COMBINED (100000)		
6 MELLON NATIONAL CORP	421,406	2.12
7 MANUFACTURERS HANOVER CORP< (246240)	396,240	2.00
EDIE (LIONEL D) & CO INC (150000)		
8 CITICORP<	344,000	1.73
9 NEW YORK STATE COMMON RETIREMENT FUND	271,400H	1.37
10 KIRBY FAMILY GROUP-ALLEGHANY CORP<	271,100	1.36
ALLEGHANY CORP (121100)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (150000)		
11 HARRIS BANKCORP INC	224,000	1.13
12 NEUBERGER & BERMAN+	219,700	1.10
NEUBERGER & BER MNGT/FDS-COMBINED (219700)		
13 MORGAN (J P) & CO INC<	213,000	1.07
14 SCUDDER STEVENS & CLARK CO*	197,094	.99
15 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	195,000	98
16 ROTHSCHILD (L F) UNTERBERG TOWBIN	186,000	.93
17 MASTIN, THOMAS W#	172,713J	.87
18 FMR CORP	163,400	.82
FMR/FUNDS-COMBINED (163400)		
19 SELIGMAN (J & W) & CO+	150,000	.75
SELIGMAN/FUNDS-COMBINED (150000)		
20 NEW YORK STATE TEACHERS RETIR FUND	150,000	.75
21 FIRST BANK SYSTEM INC	149,950	.75
22 AXE (E W) & CO INC*	143,600	.72
AXE-HOUGHTON FUNDS-COMBINED (143600)		
23 BETHLEHEM STEEL CORP	135,600	.68
BETHLEHEM STEEL CORP PENSION PL (135600)		
24 U S TRUST CORP	134,090	.67
25 PALMER, JOHN L#	132,102C	.66
26 LINCOLN FIRST BANKS INC	131,500	.66
27 PRUDENTIAL INSURANCE CO OF AM	125,700	.63
PRUDENTIAL INSUR COS/FUNDS-COMB (125700)		
28 CHEMICAL NEW YORK CORP	125,500	.63
29 EQUITABLE LIFE ASSUR SOCIETY OF US	108,000	.54
30 CLAPP, M ROGER#	107,605J	.54
31 SHEARSON LOEB RHOADES INC<	104,982	.52
BOSTON CO INC (104982)		
32 PACIFIC MUTUAL LIFE INSURANCE CO	104,000	.52
33 FIRST UNION BANCORP	101,780	.51
34 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	100,000	.50
35 PITTSBURGH NATIONAL CORP	91,531	.46
36 NORTHWEST BANCORPORATION<	89,850	.45
NORTHWESTERN NATL BK MINNEAPOLIS (89850)		
37 STATE STREET RESEARCH & MANAGEMENT CO*	86,468	.43
38 MIDLAND BANK GROUP< (ENGLAND)	80,800	.40
CROCKER NATIONAL CORP (80800)		
39 COLEMAN, LESTER E#	77,150J	.38
40 METROPOLITAN LIFE INSURANCE CO	73,250H	.36
41 ROYAL INSURANCE CO LTD (ENGLAND)	65,800	.33
ROYAL INSURS COS-COMBINED (65800)		
42 CHARTER CO<	64,615	.32
FOUNDERS MNGR/FUNDS-COMBINED (64615)		
43 HARTFORD STEAM BOILER INSPECT & INSUR CO	63,500	.32
44 UNION COMMERCE CORP	61,550	.31
45 DOW CHEMICAL CORP	60,000	.30
46 WESTERN BANCORPORATION<	59,230	.29
47 FIRST NATIONAL BOSTON CORP	58,240	.29
48 HARTFORD NATIONAL CORP	57,175	.28
49 WARBURG (E M) PINCUS & CO INC	56,352	.28
EMW COUNSELLORS INC (56352)		
50 AETNA LIFE & CASUALTY CO	56,200H	.28
AETNA INSUR COS/FDS-COMBINED (56200)		
51 COMMERCIAL UNION ASSUR CO LTD (ENG)	56,200	.28
COMMERCIAL UNION INVEST MNGT* (56200)		
52 AMERICAN NATIONAL FINANCIAL CORP<	55,000H	.27
AMER NATL INSUR COS/FDS-COMBINED (55000)		
53 ALLENDALE GROUP<	53,425	.26
ALLENDALE INSUR COS-COMBINED (53425)		
54 STITT, J R#	53,417J	.26
55 DARTMOUTH COLLEGE	53,310J	.26
56 LESUER, W M#	51,720J	.26
57 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	51,500	.25
58 SOCIETY CORP	51,145	.25
59 HONG KONG & SHANGHAI BANKING CORP	51,030	.25
MARINE MIDLAND BANKS INC (51030)		
60 MACKAY-SHIELDS FINANCIAL CORP	50,000	.25
61 CONTINENTAL ILLINOIS CORP	49,575	.25
62 CONTINENTAL CORP<	47,000	.23
CONTINENTAL CORP/INSUR COS-COMB (47000)		
63 WILLIAMS, ROBERT K#	45,386H	.22
64 FIRST WISCONSIN CORP	42,560	.21
65 STANDISH AYER & WOOD INC*	42,390	.21
TOTALS	12,394,211	62.57%

TOP 5 CONTROL 26.55% OF STOCK   TOP 15 CONTROL 40.44% OF STOCK
TOP 10 CONTROL 35.15% OF STOCK   TOP 20 CONTROL 44.60% OF STOCK

MACMILLAN INC

(SHARES O/S: 12,514,000)

Principal Stockholders	Shares	%
1 EVANS, THOMAS MELLON FAMILY INTERESTS#	1,950,200J	15.58
PORTER (H K) CO INC (1950200)		
2 NEUBERGER & BERMAN+	688,100	5.49
NEUBERGER & BER MNGT/FDS-COMBINED (688100)		
3 GREEN (DAVID J) & CO	623,600	4.98
4 FIRST MANHATTAN CO	443,200	3.54
5 LANNAN, J PATRICK & ASSOCIATES#	389,928J	3.11
6 OPPENHEIMER HOLDINGS INC+	331,500	2.64
OPPENHEIMER FUNDS-COMBINED (331500)		
7 EQUITABLE LIFE ASSUR SOCIETY OF US	294,000	2.34
8 HARRIS ASSOCIATES INC*	195,028	1.55
9 HAGEL, RAYMOND C	150,000J	1.19
10 WELLS FARGO & CO	149,700	1.19
11 MORGAN (J P) & CO INC<	146,000	1.16
12 PAINE WEBBER INC	127,582	1.01
13 WESTERN BANCORPORATION<	119,100	.95
14 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	109,600	.87
15 GOLDMAN SACHS & CO	108,500J	.86
16 ROBECO (HOLLAND)	100,000H	.79
17 PELL, JOHN H & AFFILIATES#	70,776J	.56
WALL STREET FUND (24448)		
THOMPSON (ROBERT M) TRUST (20000)		
THOMPSON (ROBERT M) EDUCATIONAL TR (4000)		
FORT TICONDEROGA ASSOC (4000)		
PELL, JOHN H (18328)		
18 HILL SAMUEL GROUP LTD<	67,000	.53
HILL SAMUEL UNIT TRUST MANAGER LTD (67000)		

MACMILLAN - CONTINUED

Principal Stockholders	Shares	%
19 SCHWARTZ, JOSEPH & FAMILY#	66,074J	.52
20 POWER CORP-INVESTORS GROUP OF CANADA<	52,400	.41
GREAT-WEST LIFE INSURANCE CO (52400)		
21 MERRILL LYNCH & CO INC<	50,000	.39
MERRILL LYNCH ASSET MNGT CO INC* (50000)		
22 CHEMICAL NEW YORK CORP	44,300	.35
23 EATON FINANCIAL SERVICES LTD (CANADA)	40,000	.31
EATON FUND MANAGEMENT LTD*		
EATON BAY FUNDS-COMBINED (40000)		
24 GIROZENTRALE UND BK DER OSTERREICH SPARK (AU)	37,000H	.29
SPARINVEST-KAPITALANLAGEGESELLSCHAFT MBH* (		
25 EVANS, EDWARD P#	33,700J	.26
26 HELLER (WALTER E) INTERNATIONAL CORP	33,100	.26
AMERICAN NATL BK & TR CO/CHICAGO (33100)		
27 CONTINENTAL ILLINOIS CORP	31,500	.25
28 WALL STREET MANAGEMENT CORP*	25,448	.20
TOTALS	6,477,336	51.76%

TOP 5 CONTROL 32.72% OF STOCK   TOP 15 CONTROL 46.55% OF STOCK
TOP 10 CONTROL 41.67% OF STOCK   TOP 20 CONTROL 49.40% OF STOCK

MAGIC CHEF

(SHARES O/S: 7,759,000)

Principal Stockholders	Shares	%
1 RYMER, S BRADFORD FAMILY INTERESTS#	2,327,700G	30.00
RYMER, S BRADFORD JR (235777)		
RYMER, ROBERT E & ASSOCIATES (280109)		
RYMER, J HOYLE & ASSOCIATES (75845)		
RYMER, CLARA L (98664)		
OTHER FAMILY INTERESTS (1637315)		
2 GULF & WESTERN INDUSTRIES INC< (387000)	407,000	5.24
ASSOCIATES CORP INSUR COS-COMBINED (20000)		
3 TRAVELERS CORP<	235,930	3.04
TRAVELERS/KEYSTONE FUNDS-COMBINED (235930)		
4 BATTERYMARCH FINANCIAL MNGT CORP	172,000	2.21
5 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	128,683	1.65
6 FIRST INVESTORS CORP*	121,000	1.55
7 FIRST PENNSYLVANIA CORP	99,000	1.27
8 FIRST TENNESSEE NATIONAL CORP	98,037	1.26
9 THORDIKE DORAN PAINE & LEWIS	73,000	.94
THORNDIKE-WELLINGTON FUNDS-COMB (73000)		
10 NATIONAL CITY CORP	45,000	.57
11 NAVARRE, CARL A INTERESTS#	41,000	.52
NAVARRE, CARL A (1000)		
NAVARRE CORP (40000)		
12 PROVIDENT NATIONAL CORP<	36,100	.46
13 AUSTIN, WILLIAM N#	35,234	.45
14 FIRST CITY BANCORP OF TEXAS INC	30,000	.38
15 HILL SAMUEL GROUP LTD<	29,000	.37
BANK VON ERNST & CIE AG (29000)		
16 BANKERS TRUST NEW YORK CORP	27,500	.35
17 CITIZENS & SOUTHERN LIFE INSUR CO	24,500H	.31
18 CONFEDERATION LIFE INSURANCE CO	22,050H	.28
19 MUSSELWHITE, ROY T#	21,400	.27
20 TEMPLETON (JOHN M) FAMILY INTERESTS	20,000	.25
TEMPLETON INVEST CNSL LTD* (CAN) (20000)		
21 AMWAY MUTUAL FUND	20,000	.25
TOTALS	4,014,134	51.73%

TOP 5 CONTROL 42.16% OF STOCK   TOP 15 CONTROL 49.98% OF STOCK
TOP 10 CONTROL 47.78% OF STOCK   TOP 20 CONTROL 51.47% OF STOCK

MAPCO

(SHARES O/S: 18,824,000)

Principal Stockholders	Shares	%
1 CHASE MANHATTAN CORP	756,381	4.01
2 PRUDENTIAL INSURANCE CO OF AM	732,300	3.89
PRUDENTIAL INSUR COS/FUNDS-COMB (732300)		
3 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	498,350	2.64
NEW COURT CAPITAL MNGT INC (498350)		
4 BANKERS TRUST NEW YORK CORP	415,212	2.20
5 BROWN BROS HARRIMAN & CO	391,375	2.07
6 KEMPER FAMILY GROUP	350,104	1.85
KEMPER INSUR COS/FDS-COMBINED (350104)		
7 NEUBERGER & BERMAN+	304,996	1.62
NEUBERGER & BER MNGT/FDS-COMBINED (304996)		

MAPCO - CONTINUED

Principal Stockholders	Shares	%
8 TIAA-CREF	300,000	1.59
TEACHERS INSURANCE & ANNUITY ASSN (300000)		
9 MUTUAL LIFE INSURANCE CO OF NY	280,700	1.49
10 STATE STREET RESEARCH & MANAGEMENT CO*	280,040	1.48
11 FMR CORP	276,900	1.47
FIDELITY MNGT & RESEARCH CO* (276900)		
12 UNITED STATES FIDELITY & GUARANTY CO	274,500	1.45
U S FID & GUAR INSUR COS-COMBINED (274500)		
13 CONNECTICUT GENERAL INSURANCE CORP	250,100	1.32
CONN GENL INSUR COS/FDS-COMBINED (250100)		
14 DUPONT FAMILY INTERESTS	246,334	1.30
WILMINGTON TRUST CO (246334)		
15 CITICORP<	244,238	1.29
16 SEARS ROEBUCK & CO	229,300	1.21
ALLSTATE INSUR COS/FDS-COMBINED (229300)		
17 MERCANTILE BANCORPORATION INC	209,100	1.11
18 THIRD NATIONAL CORP (TENN)	205,030	1.08
19 KINCAID, J KENNEDY JR#	203,408J	1.08
20 CBT CORP	200,740	1.06
21 GATES RUBBER CO<	191,500	1.01
FINANCIAL PROGRAMS INC* (191500)		
22 KANSAS CITY SOUTHERN INDUSTRIES INC	182,438J	.96
23 STEIN ROE & FARNHAM*	179,985	.95
24 BANCOKLAHOMA CORP/BK OF OKLAHOMA NA	159,918	.84
MAPCO & SUB ESOP-2093 PCTS (132381)		
25 HOPWOOD, LOREN E#	158,651J	.84
26 DONALDSON LUFKIN & JENRETTE INC<	157,250	.83
27 RUSSELL, CHARLES O	152,052E	.80
28 FIRST BANK SYSTEM INC	137,990	.73
29 AETNA LIFE & CASUALTY CO	135,800H	.72
AETNA INSUR COS/FDS-COMBINED (135800)		
30 CONTINENTAL CORP<	105,000	.55
CONTINENTAL CORP/INSUR COS-COMB (105000)		
31 NORTHWESTERN MUTUAL LIFE INSUR CO	100,452	.53
32 ROBECO (HOLLAND)	100,000H	.53
33 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	100,000G	.53
34 NORTHERN TRUST CORP	88,302	.46
35 JOHN HANCOCK MUTUAL LIFE INSUR CO	81,900	.43
JOHN HANCOCK/FUNDS-COMBINED (81900)		
36 ROYAL INSURANCE CO LTD (ENGLAND)	78,900	.41
ROYAL INSURS COS-COMBINED (78900)		
37 SHEARSON LOEB RHOADES INC<	72,418	.38
BOSTON CO INC (72418)		
38 OPPENHEIMER HOLDINGS INC+	72,217	.38
39 NORTHEAST BANCORP INC (CONN)	69,150	.36
40 THOMAS, ROBERT E#	69,054J	.36
41 STATE MTL LIFE ASSUR CO OF AMERICA	67,000	.35
STATE MTL LIFE INSUR/FDS-COMBINED (67000)		
42 NEW ENGLAND MERCHANTS CO INC	65,601	.34
43 FAHNESTOCK & CO+	65,000	.34
44 CHEMICAL NEW YORK CORP	62,658	.33
45 ROBINSON, JOHN M#	60,000J	.31
46 AMERITRUST CO	57,484	.30
47 SEAFIRST CORP	56,968	.30
48 PHILADELPHIA NATIONAL CORP	55,900	.29
49 SOUTH CAROLINA NATL CORP	55,200	.29
50 AVCO CORP	55,000H	.29
AVCO INSUR COS/FDS-COMBINED (55000)		
51 SHAWMUT CORP	52,650	.27
52 VALLEY NATIONAL BANK OF ARIZONA	50,900	.27
53 SECURITY PACIFIC CORP<	47,443	.25
54 FIRST PENNSYLVANIA CORP	46,970	.24
55 TRUST CO OF THE WEST	46,900	.24
T C W ASSET MANAGEMENT CO (46900)		
56 SBHU HOLDINGS INC	46,700	.24
SMITH BARNEY ADVISERS INC (46700)		
57 MORGAN (J P) & CO INC<	46,000	.24
58 DERAMUS, WILLIAM N 3RD & FAMILY ASSOCIATES#	45,265J	.24
59 DREYFUS CORP*	45,000	.23
60 AMERICAN SECURITY CORP (D C)	44,806J	.23
61 AXE (E W) & CO INC*	40,000	.21
AXE-HOUGHTON FUNDS-COMBINED (40000)		
62 LUTHERAN BROTHERHOOD	40,000H	.21
63 US & FOREIGN SECURITIES CORP	40,000	.21
64 ARIZONA STATE RETIREMENT SYSTEM	33,000J	.17
TOTALS	10,268,530	54.55%

MAPCO - CONTINUED

TOP 5 CONTROL 14.84% OF STOCK TOP 15 CONTROL 29.75% OF STOCK
TOP 10 CONTROL 22.89% OF STOCK TOP 20 CONTROL 35.32% OF STOCK

MARATHON OIL

(SHARES O/S: 60,545,000)

	Principal Stockholders	Shares	%
1	NATIONAL CITY CORP	2,780,000	4.59
	MARATHON OIL THRIFT PL-7475 PCT (2076968)		
	MARATHON OIL ESOP-17408 PCTS (311401)		
2	MORGAN (J P) & CO INC<	2,664,000	4.40
3	PRUDENTIAL INSURANCE CO OF AM	1,756,100	2.90
	PRUDENTIAL INSUR COS/FUNDS-COMB (1756100)		
4	BABSON (DAVID L) & CO INC* (1148821)	1,315,821	2.17
	JONES & BABSON INC		
	BABSON MNGR/FUNDS-COMBINED (167000)		
5	CITICORP<	1,129,658	1.86
6	MANUFACTURERS HANOVER CORP<	1,061,221	1.75
7	CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	865,000	1.42
8	OHIO PUBLIC EMPLOYEES RETIR SYSTEM	685,000	1.13
9	SAROFIM (FAYEZ) & CO	663,246	1.09
10	THORDIKE DORAN PAINE & LEWIS	644,530	1.06
	THORNDIKE-WELLINGTON FUNDS-COMB (644530)		
11	STEIN ROE & FARNHAM*	585,810	.96
12	FIDUCIARY TRUST CO OF NEW YORK	584,958	.96
	FIDUCIARY TRUST/FUNDS-COMBINED (584958)		
13	ROWE PRICE (T) & ASSOCIATES INC*	506,970	.83
14	NEW YORK CITY COMPTROLLER'S OFFICE	493,600	.81
15	SCUDDER STEVENS & CLARK CO*	449,172	.74
16	PROVIDENT NATIONAL CORP<	444,143	.73
17	DONALDSON LUFKIN & JENRETTE INC<	440,542	.72
18	TEXAS PERMANENT SCHOOL FUND	425,424	.70
19	FORD FOUNDATION	400,000	.66
20	FIRST CHICAGO CORP<	386,980	.63
21	NATIONWIDE MUTUAL INSUR CO	375,960H	.62
	NATIONWIDE INSUR COS/FUNDS-COMB (375960)		
22	FMR CORP	367,700	.60
	FIDELITY MNGT & RESEARCH CO* (150100)		
	FMR/FUNDS-COMBINED (217600)		
23	MINNESOTA STATE BOARD OF INVESTMENT	346,200G	.57
24	AMERITRUST CO	343,118	.56
25	MANUFACTURERS NATIONAL CORP	341,133	.56
26	PIONEER GROUP INC	329,200	.54
	PIONEERING MNGT/FUNDS-COMB		
27	BETHLEHEM STEEL CORP	315,000	.52
	BETHLEHEM STEEL CORP PENSION PL (315000)		
28	FIRST NATIONAL BOSTON CORP	300,260	.49
29	NEW YORK CITY TEACHERS RETIREMENT SYSTEM	277,000G	.45
30	MACKAY-SHIELDS FINANCIAL CORP	269,660	.44
31	JOHN HANCOCK MUTUAL LIFE INSUR CO	240,000	.39
	JOHN HANCOCK/FUNDS-COMBINED (240000)		
32	SUN LIFE ASSURANCE CO OF CANADA	227,500	.37
33	MARSH & MCLENNAN COS INC<	226,600	.37
	PUTNAM MNGT/FUNDS-COMBINED (226600)		
34	SHEARSON LOEB RHOADES INC<	225,484	.37
	BOSTON CO INC (225484)		
35	MILLER ANDERSON & SHERRERD	223,400	.36
36	NEW YORK LIFE INSURANCE CO	221,440	.36
37	CHASE MANHATTAN CORP	213,203	.35
38	UNITED STATES FIDELITY & GUARANTY CO	200,000	.33
	U S FID & GUAR INSUR COS-COMBINED (200000)		
39	EAGLE MANAGEMENT & TRUST CO	187,880	.31
40	ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	187,200	.30
	NEW COURT CAPITAL MNGT INC (187200)		
41	WESTERN BANCORPORATION<	174,786	.28
42	MARINE BANCORP INC	171,614	.28
43	BANKERS TRUST NEW YORK CORP	167,770	.27
44	ADAMS EXPRESS CO	160,000	.26
45	MERCANTILE BANCORPORATION INC	156,664	.25
46	NORTHERN TRUST CORP	151,121	.24
47	HARRIS BANKCORP INC	151,000	.24
48	COLORADO PUBLIC EMPLOYEES RETIR ASSOC	150,000	.24
49	CHEMICAL NEW YORK CORP	149,460	.24
50	MELLON NATIONAL CORP	149,266	.24
51	CBT CORP	147,683	.24
52	SECURITY PACIFIC CORP<	138,984	.22
53	GIRARD CO	132,915	.21
54	NATIONAL DETROIT CORP	130,024	.21

MARATHON OIL - CONTINUED

	Principal Stockholders	Shares	%
55	ROCKEFELLER FAMILY INTERESTS	129,532	.21
	ROCKEFELLER & CO INC (129532)		
56	POWER CORP-INVESTORS GROUP OF CANADA<	127,800	.21
	INVESTORS SECURITIES MANAGEMENT CORP* (1278		
57	FIRST PENNSYLVANIA CORP	127,518	.21
58	DONNELL, JAMES C 2ND#	127,336H	.21
59	FIRST WISCONSIN CORP	122,448	.20
60	CONNECTICUT STATE TRUST FUND	105,000J	.17
	TOTALS	26,571,034	43.88%

TOP 5 CONTROL 15.93% OF STOCK TOP 15 CONTROL 26.73% OF STOCK
TOP 10 CONTROL 22.40% OF STOCK TOP 20 CONTROL 30.19% OF STOCK

MARTIN MARIETTA

(SHARES O/S: 24,968,000)

	Principal Stockholders	Shares	%
1	DUPONT FAMILY INTERESTS	1,044,400	4.18
	DU PONT (E I) DE NEMOURS & CO INC (1044400)		
2	TIAA-CREF	600,000	2.40
	COLLEGE RETIREMENT EQUITIES FUND (600000)		
3	BANKERS LIFE CO	547,258	2.19
4	KEMPER FAMILY GROUP	470,500	1.88
	KEMPER INSUR COS/FDS-COMBINED (470500)		
5	ROSENBERG CAPITAL MANAGEMENT	441,100	1.76
6	FIRST INTERNATIONAL BANCSHARES INC	427,900	1.71
7	PIONEER GROUP INC	368,314	1.47
	PIONEERING MNGT/FUNDS-COMB		
8	CITICORP<	360,868	1.44
9	SELIGMAN (J & W) & CO+	350,000	1.40
	SELIGMAN/FUNDS-COMBINED (350000)		
10	PITTSBURGH NATIONAL CORP	336,184	1.34
11	KIRBY FAMILY GROUP-ALLEGHANY CORP<	333,500	1.33
	ALLEGHANY CORP (87500)		
	INVESTORS DIVERSIFIED SER INC*		
	IDS FUNDS-COMBINED (246000)		
12	CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	293,500	1.17
13	SEARS ROEBUCK & CO	266,000	1.06
	SEARS INVEST MNGT-PEN & SAVING PLS (266000)		
14	EQUITABLE LIFE ASSUR SOCIETY OF US	246,700	.98
15	BANK OF NEW YORK CO INC	242,921	.97
16	MIDLAND BANK GROUP< (ENGLAND)	207,608	.83
	CROCKER NATIONAL CORP (207608)		
17	FMR CORP	173,100	.69
	FMR/FUNDS-COMBINED (173100)		
18	WEISS PECK & GREER*	171,925	.68
19	GEICO CORP	169,500	.67
20	SCUDDER STEVENS & CLARK CO*	161,050	.64
21	HELLER (WALTER E) INTERNATIONAL CORP	151,862	.60
	AMERICAN NATL BK & TR CO/CHICAGO (151862)		
22	NATIONAL SECURITIES & RESEARCH CORP*	151,000	.60
23	MASSACHUSETTS FINANCIAL SERVICES INC*	150,000	.60
24	BANKERS TRUST NEW YORK CORP	148,870	.59
25	CAPITAL GROUP INC	146,800	.58
	CAPITAL RES & MNGT/FUNDS-COMBINED (146800)		
26	NEUBERGER & BERMAN+	138,525	.55
	NEUBERGER & BER MNGT/FDS-COMBINED (138525)		
27	FIRST MANHATTAN CO	137,135	.54
28	MORGAN (J P) & CO INC<	133,000	.53
29	OPPENHEIMER HOLDINGS INC+	131,200	.52
30	STATE MTL LIFE ASSUR CO OF AMERICA	131,050	.52
	STATE MTL LIFE INSUR/FDS-COMBINED (131050)		
31	METROPOLITAN LIFE INSURANCE CO	125,100H	.50
32	HARVARD UNIVERSITY	123,013	.49
33	CONTINENTAL ILLINOIS CORP	115,155	.46
34	MARSHALL & ILSLEY CORP	109,019	.43
35	VAUGHAN NELSON & HARGROVE INC	108,875	.43
36	WELLS FARGO & CO	108,168	.43
37	EXXON CORP	100,900	.40
38	NEW YORK CITY COMPTROLLER'S OFFICE	98,700	.39
39	FORD FOUNDATION	96,700	.38
40	INA CORP<	92,500	.37
	INA INSUR COS/FDS-COMBINED (92500)		
41	EWING, FRANK M & FAMILY#	86,150	.34
42	SCHRODERS LTD< (ENGLAND)	85,202	.34
	SCHRODER MNGR/FUNDS-COMBINED (85202)		
43	FIRST NATIONAL CHARTER CORP	81,723	.32

MARTIN MARIETTA - CONTINUED

Principal Stockholders	Shares	%
44 SAFECO CORP<	80,300	.32
SAFECO INSUR COS & FDS-COMBINED (80300)		
45 HARRIS BANKCORP INC	72,000	.28
46 NEW ENGLAND MUTUAL LIFE INSUR CO	71,865	.28
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (71865)		
47 FLORIDA STATE BOARD OF ADMINISTRATION	71,000	.28
48 STANDARD OIL CO (INDIANA)	70,600	.28
49 SHIELDS ASSET MANAGEMENT INC	70,500	.28
50 MARINE BANCORP INC	65,736	.26
51 MANUFACTURERS LIFE INSUR CO (CANADA)	65,000	.26
52 BATTERYMARCH FINANCIAL MNGT CORP	60,700	.24
53 MERRILL LYNCH & CO INC<	59,600	.23
MERRILL LYNCH ASSET MNGT CO INC* (59600)		
54 ILLINOIS AGRICULTURAL ASSOCIATION	59,000H	.23
COUNTRY INSUR COS-COMBINED (59000)		
55 MC MORGAN & CO	55,900	.22
56 MERCANTILE BANKSHARES CORP<	52,493	.21
57 SECURITY PACIFIC CORP<	50,977	.20
58 WESTERN BANCORPORATION<	50,442	.20
59 MANUFACTURERS HANOVER CORP<	50,335	.20
60 ILLINOIS STATE TEACHERS RETIR SYSTEM	50,000J	.20
61 SWISS REINSURANCE CO (SWITZERLAND)	50,000	.20
62 ILLINOIS MUNICIPAL RETIREMENT FUND	50,000	.20
63 ATLANTIC RICHFIELD CO	50,000	.20
TOTALS	11,169,423	44.73%

TOP 5 CONTROL 12.42% OF STOCK   TOP 15 CONTROL 25.34% OF STOCK
TOP 10 CONTROL 19.81% OF STOCK   TOP 20 CONTROL 28.88% OF STOCK

MARYLAND CUP

(SHARES O/S: 6,707,000)

Principal Stockholders	Shares	%
1 SHAPIRO FAMILY INTERESTS#	3,680,039	54.86
SHAPIRO, HENRY (178859)		
SHAPIRO, SAMUEL (428177)		
SHAPIRO, ALBERT (464304)		
SHAPIRO, ARNOLD (202085)		
SHAPIRO, ARTHUR (202877)		
SHAPIRO, EDWARD (185734)		
BANK, MERRILL L (97660)		
BORENSTEIN, MILTON C (231655)		
CHERNIS, HERBERT J (133476)		
OTHER SHAPIRO FAMILY MEMBERS (1555212)		
2 COHN, IRVING F#	173,431	2.58
3 CHEMICAL NEW YORK CORP	135,260	2.01
4 MORGAN (J P) & CO INC<	100,000	1.49
5 PIONEER GROUP INC	96,700	1.44
PIONEERING MNGT/FUNDS-COMB		
6 ADLER, BERTRAM#	68,000	1.01
7 FIDUCIARY TRUST CO OF NEW YORK	59,109	.88
FIDUCIARY TRUST/FUNDS-COMBINED (59109)		
8 BERNHARD (ARNOLD) & CO INC*	55,500	.82
VALUE LINE MNGR/FUNDS-COMBINED (55500)		
9 COLUMBIA UNIVERSITY	37,200	.55
10 LINCOLN NATIONAL CORP<	32,775	.48
LINCOLN NATIONAL INVESTMENT CO* (32775)		
11 ROTHSCHILD (L F) UNTERBERG TOWBIN	23,000	.34
12 LYKES FAMILY INTERESTS	22,973	.34
FIRST NATIONAL BK IN PALM BEACH (22973)		
13 WELLS FARGO & CO	22,757	.33
14 FMR CORP	22,261	.33
FIDELITY MNGT & RESEARCH CO* (22261)		
15 DUPONT FAMILY INTERESTS	22,000	.32
DELFI MANAGEMENT INC* (22000)		
16 NATIONWIDE MUTUAL INSUR CO	19,000	.28
NATIONWIDE INSUR COS/FUNDS-COMB (19000)		
17 AMERICAN MUTUAL LIABILITY INSUR CO	18,000H	.26
18 LIEBER & CO	16,700	.24
SAXON WOODS ASSET MANAGEMENT CORP (16700)		
19 EATON & HOWARD VANCE SANDERS INC	15,555	.23
EATON & HOWARD VANCE/FDS-COMB (15555)		
20 LAZARD FRERES & CO	13,821	.20
TOTALS	4,634,081	69.09%

TOP 5 CONTROL 62.40% OF STOCK   TOP 15 CONTROL 67.85% OF STOCK
TOP 10 CONTROL 66.16% OF STOCK   TOP 20 CONTROL 69.09% OF STOCK

MASCO CORP

(SHARES O/S 25,521,000)

Principal Stockholders	Shares	%
1 MANOOGIAN FAMILY INTERESTS#	4,090,800J	16.02
MANOOGIAN, ALEX (2223100)		
MANOOGIAN, RICHARD (1594900)		
MANOOGIAN (ALEX & MARIE) FOUND (168800)		
SIMONE, ARMAN FAMILY (104000)		
2 DUPONT FAMILY INTERESTS	1,050,000	4.11
DU PONT (E I) DE NEMOURS & CO INC (1050000)		
3 NATIONAL DETROIT CORP	1,024,640	4.01
4 BABSON (DAVID L) & CO INC* (765275)	915,275	3.58
JONES & BABSON INC		
BABSON MNGR/FUNDS-COMBINED (150000)		
5 PRUDENTIAL INSURANCE CO OF AM	900,100	3.52
PRUDENTIAL INSUR COS/FUNDS-COMB (900100)		
6 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	800,000	3.13
7 STRALEM & CO INC	515,900	2.02
8 NATIONAL CITY CORP	474,000	1.85
9 EQUITABLE LIFE ASSUR SOCIETY OF US	438,900	1.71
10 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	400,000	1.56
11 BETHLEHEM STEEL CORP	390,000	1.52
BETHLEHEM STEEL CORP PENSION PL (390000)		
12 NEW ENGLAND MUTUAL LIFE INSUR CO	362,750	1.42
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (362750)		
13 WELCH & FORBES INC	358,510	1.40
14 BATTERYMARCH FINANCIAL MNGT CORP	338,800	1.32
15 CAPITAL GROUP INC	300,000	1.17
CAPITAL RES & MNGT/FUNDS-COMBINED (300000)		
16 GENERAL ELECTRIC CO	275,000	1.07
GENERAL ELECTRIC PENSION TRUST (275000)		
17 METROPOLITAN LIFE INSURANCE CO	258,600H	1.01
18 WRIGHT INVESTORS' SERVICE	230,705	.90
19 MANUFACTURERS NATIONAL CORP	229,350	.89
20 ILLINOIS STATE TEACHERS RETIR SYSTEM	205,000J	.80
21 SEARS ROEBUCK & CO	200,100	.78
ALLSTATE INSUR COS/FDS-COMBINED (200100)		
22 CONTINENTAL ILLINOIS CORP	195,100	.76
23 MARINE BANCORP INC	190,911	.74
24 CITICORP<	187,300	.73
25 WESTERN BANCORPORATION<	183,150	.71
26 AMERICAN EXPRESS CO<	170,000	.66
AMERICAN EXP INSUR COS-COMBINED (170000)		
27 GEORGIA STATE RETIREMENT SYSTEM	160,000	.62
28 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	156,000	.61
29 HERITAGE WISCONSIN CORP	147,150	.57
30 U S TRUST CORP	128,039	.50
31 DOW CHEMICAL CORP	127,000	.49
32 SCUDDER STEVENS & CLARK CO*	117,936	.46
33 ST PAUL COMPANIES INC<	106,000	.41
ST PAUL INSUR COS/FDS-COMBINED (106000)		
34 VIRGINIA NATIONAL BANKSHARES INC	105,445	.41
35 NEW YORK CITY COMPTROLLER'S OFFICE	95,000	.37
36 UNITED VIRGINIA BANKSHARES INC	92,500	.36
37 HOSPITAL TRUST CORP	86,747	.33
38 AETNA LIFE & CASUALTY CO	83,900H	.32
AETNA INSUR COS/FDS-COMBINED (83900)		
39 LORD ABBETT & CO*	80,000	.31
40 CONNECTICUT STATE TRUST FUND	80,000J	.31
41 PENN MUTUAL LIFE INSURANCE CO	80,000	.31
42 COMMERCIAL UNION ASSUR CO LTD (ENG)	79,000	.30
COMMERCIAL UNION INVEST MNGT* (79000)		
43 ROWE PRICE (T) & ASSOCIATES INC*	76,800	.30
44 NEW ENGLAND MERCHANTS CO INC	74,532	.29
45 BANKERS TRUST NEW YORK CORP	73,900	.28
46 MERCHANTS NATIONAL CORP	69,150	.27
47 HILL SAMUEL GROUP LTD<	64,000	.25
HILL SAMUEL UNIT TRUST MANAGER LTD (64000)		
48 STATE STREET BOSTON CORP	61,921	.24
49 STATE STREET RESEARCH & MANAGEMENT CO*	52,000	.20
50 WASHINGTON DEPT OF RETIREMENT SYSTEMS	50,000	.19
TOTALS	16,931,911	66.34%

TOP 5 CONTROL 31.27% OF STOCK   TOP 15 CONTROL 48.42% OF STOCK
TOP 10 CONTROL 41.57% OF STOCK   TOP 20 CONTROL 53.12% OF STOCK

MASONITE CORP

(SHARES O/S: 14,314,000)

Principal Stockholders	Shares	%
1 BARING BROTHERS INC (ENGLAND) ENDOWMENT MANAGEMENT & RES CO* (942000)	942,000	6.58
2 MASONITE CORP MASONITE PROF SHAR ST TR-PCTS (508696)	508,696	3.55
3 HOOD, WARREN A FAMILY#	462,189	3.22
4 ALEXANDER, WALTER FAMILY#	422,000	2.94
5 MINNESOTA STATE BOARD OF INVESTMENT	346,100G	2.41
6 STATE FARM MUTL AUTOMOBILE INSUR CO STATE FARM INSUR COS-COMBINED (342200)	342,200H	2.39
7 CHEMICAL NEW YORK CORP	324,000	2.26
8 WILLIAMS, VIRGIL R	264,500	1.84
9 REPUBLIC OF TEXAS CORP<	242,350	1.69
10 FORESTER, JOHN E#	233,194	1.62
11 FIRST NATIONAL BOSTON CORP	209,330	1.46
12 YALE UNIVERSITY	190,200F	1.32
13 MORGAN (J P) & CO INC<	184,000	1.28
14 UNITED STATES STEEL CORP US STEEL & CARNEGIE PENSION TR (177900)	177,900	1.24
15 ILLINOIS STATE TEACHERS RETIR SYSTEM	162,000J	1.13
16 OPPENHEIMER HOLDINGS INC+	157,300	1.09
17 BOATMENS BANKSHARES INC	112,650	.78
18 FIRST CITY BANCORP OF TEXAS INC	106,100	.74
19 MARINE BANCORP INC	100,000	.69
20 STANDARD OIL CO (INDIANA)	89,300	.62
21 MC MORGAN & CO	87,700	.61
22 FIRST CHICAGO CORP<	81,772	.57
23 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (76395)	76,395	.53
24 EMPLOYERS MUTAL LIABILITY INSUR CO-WISCONSIN	75,000	.52
25 WELLS FARGO & CO	74,300	.51
26 SAROFIM (FAYEZ) & CO	72,390	.50
27 TRIONE, HENRY F & FAMILY#	65,000	.45
28 ORR, SAN W JR#	60,200	.42
29 VANDERBILT UNIVERSITY	53,400F	.37
30 FIRST BANK SYSTEM INC	52,283	.36
31 HONG KONG & SHANGHAI BANKING CORP MARINE MIDLAND BANKS INC (47881)	47,881	.33
32 NORTHERN TRUST CORP	47,340	.33
33 GREELEY, SAMUEL S & FAMILY#	39,056	.27
34 NEW ENGLAND MERCHANTS CO INC	34,800	.24
35 CAPITAL GROUP INC CAPITAL GUARDIAN TRUST CO (30000)	30,000	.20
TOTALS	6,473,526	45.22%

TOP 5 CONTROL 18.72% OF STOCK TOP 15 CONTROL 35.00% OF STOCK
TOP 10 CONTROL 28.55% OF STOCK TOP 20 CONTROL 38.95% OF STOCK

MATTEL INC

(SHARES O/S: 15,883,000)

Principal Stockholders	Shares	%
1 SHEARSON LOEB RHOADES INC< BERNSTEIN-MACAULEY INC (1369700)	1,369,700	8.62
2 BARING BROTHERS INC (ENGLAND) ENDOWMENT MANAGEMENT & RES CO* (1235200)	1,235,200	7.77
3 FORSTMANN-LEFF ASSOCIATES	773,600	4.87
4 CAMPBELL ADVISORS INC	622,100	3.91
5 AMERICAN GENERAL INSURANCE CO< AMERICAN GENL INSUR CO-COMBINED AMERICAN GENERAL FDS-COMBINED (490000)	490,000	3.08
6 MORGAN (J P) & CO INC<	463,252	2.91
7 SEARS ROEBUCK & CO SEARS INVEST MNGT-PEN & SAVING PLS (333200)	333,200	2.09
8 CONNECTICUT GENERAL INSURANCE CORP CONN GENL INSUR COS/FDS-COMBINED (330000)	330,000	2.07
9 DELAWARE MANAGEMENT CO INC*	206,500	1.30
10 FORT HILL INVESTORS MANAGEMENT CORP	197,125	1.24
11 OPPENHEIMER HOLDINGS INC+ OPPENHEIMER FUNDS-COMBINED (176800)	176,800	1.11
12 FRANKLIN RESOURCES INC< FRANKLIN RESEARCH INC* FRANKLIN FUNDS-COMBINED (145000)	145,000	.91
13 MANUFACTURERS HANOVER CORP< EDIE (LIONEL D) & CO INC (142400)	142,400	.89
14 MERRILL LYNCH & CO INC< MERRILL LYNCH ASSET MNGT CO INC* (127000)	127,000	.79
15 CITICORP<	101,500	.63
16 WESTERN BANCORPORATION<	101,000	.63
17 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	100,000	.62
18 RELIANCE GROUP INC< RELIANCE INSUR COS-COMBINED (100000)	100,000H	.62
19 SPEAR, ARTHUR S#	100,000	.62
20 PRINCIPAL SAVINGS & TRUST CO PRINCIPAL FUNDS-COMBINED (65000)	65,000J	.40
21 SOUTHWESTERN LIFE CORP< SOUTHWESTERN INSUR/FDS-COMBINED (50000)	50,000H	.31
22 NEUBERGER & BERMAN+ NEUBERGER & BER MNGT/FDS-COMBINED (44500)	44,500	.28
23 CHEMICAL NEW YORK CORP	40,700	.25
24 LOEB, RONALD M#	38,112	.23
25 CENTRAL SECURITIES CORP	38,000	.23
26 MURPHY FAVRE INC+ COMPOSITE RESEARCH & MANAGEMENT CO* COMPOSITE FUNDS-COMBINED (35000)	35,000	.22
TOTALS	7,425,689	46.75%

MATTEL - CONTINUED

TOP 5 CONTROL 28.27% OF STOCK TOP 15 CONTROL 42.26% OF STOCK
TOP 10 CONTROL 37.90% OF STOCK TOP 20 CONTROL 45.20% OF STOCK

MCA INC

(SHARES O/S: 23,396,000)

Principal Stockholders	Shares	%
1 STEIN, JULES C FAMILY & ASSOCIATES# STEIN, JULES C & FAMILY (4535985) WASSERMAN, LEW R & ASSOC (2425779)	6,961,764J	29.75
2 CAPITAL GROUP INC CAPITAL GUARDIAN TRUST CO (210100) CAPITAL RES & MNGT/FUNDS-COMBINED (600000)	810,100	3.46
3 CHEMICAL NEW YORK CORP	517,899	2.21
4 SECURITY PACIFIC CORP<	492,171	2.10
5 BANKAMERICA CORP< MCA STOCK INVEST PL/884 PCTS (338301) MCA ESOP/574 PCTS (98366)	436,667J	1.86
6 CHASE MANHATTAN CORP	412,600	1.76
7 CONNECTICUT GENERAL INSURANCE CORP CONN GENL INSUR COS/FDS-COMBINED (367900)	367,900	1.57
8 ROWE PRICE (T) & ASSOCIATES INC*	365,900	1.56
9 CITICORP<	322,101	1.37
10 MELLON NATIONAL CORP	321,163	1.37
11 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	310,500	1.32
12 SHEINBERG, SIDNEY J FAMILY#	295,940J	1.26
13 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	270,000J	1.15
14 MCA INC MCA PROFIT SHARING TRUST (250203)	250,203J	1.06
15 SELIGMAN (J & W) & CO+ SELIGMAN/FUNDS-COMBINED (250200)	250,200	1.06
16 DREYFUS CORP*	250,000	1.06
17 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (248702)	248,702	1.06
18 THORDIKE DORAN PAINE & LEWIS THORNDIKE-WELLINGTON FUNDS-COMB (246120)	246,120	1.05
19 MILLER ANDERSON & SHERRERD	229,000	.97
20 EQUITABLE LIFE ASSUR SOCIETY OF US	221,700	.94
21 ROULSTON & CO INC	214,270	.91
22 SEARS ROEBUCK & CO SEARS INVEST MNGT-PEN & SAVING PLS (207050)	207,050	.88
23 NEW YORK STATE COMMON RETIREMENT FUND	205,000H	.87
24 FMR CORP FMR/FUNDS-COMBINED (202600)	202,600	.86
25 MIDLAND BANK GROUP< (ENGLAND) CROCKER NATIONAL CORP (199600)	199,600	.85
26 CAMPBELL ADVISORS INC	196,200	.83
27 WERTHEIM & CO INC	183,462	.78
28 SCUDDER STEVENS & CLARK CO*	178,779	.76
29 DONALDSON LUFKIN & JENRETTE INC<	166,200	.71
30 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	158,600	.67
31 MASSACHUSETTS FINANCIAL SERVICES INC*	150,000	.64
32 ROBECO (HOLLAND)	150,000H	.64
33 JOHN HANCOCK MUTUAL LIFE INSUR CO JOHN HANCOCK/FUNDS-COMBINED (149800)	149,800	.64
34 TANEN, NED#	147,422J	.63
35 SAROFIM (FAYEZ) & CO	133,600	.57
36 BANK OF NEW YORK CO INC	119,874	.51
37 WELLS FARGO & CO	105,811	.45
38 STANFORD UNIVERSITY	101,940G	.43

MCA - CONTINUED

Principal Stockholders	Shares	%
39 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	100,000	.42
AM INTERNL INSUR COS-COMBINED (100000)		
40 NEW YORK CITY COMPTROLLER'S OFFICE	89,754	.38
41 CONTINENTAL ILLINOIS CORP	81,737	.34
42 COLUMBIA MANAGEMENT CO*	76,375	.32
43 FIRST NATIONAL BOSTON CORP	69,350	.29
44 AMERICAN GENERAL INSURANCE CO<	68,500	.29
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (68500)		
45 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	67,500	.28
46 GIRARD CO	66,561	.28
47 DORSKIND, ALBERT A#	63,009B	.26
48 MINNESOTA MUTUAL LIFE INSUR CO	62,000	.26
49 LEWIS (DAVID)	60,000	.25
50 CHIANTIA, SALVATORE#	59,144J	.25
51 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	59,125	.25
52 BAKER, BOB R#	59,062	.25
53 SAVINGS BANKS TRUST CO	58,000	.24
54 FIRST MANHATTAN CO	56,020	.23
55 BANKERS TRUST NEW YORK CORP	54,985	.23
56 HARRIS ASSOCIATES INC*	54,650	.23
57 FIRST UNION BANCORP	52,681	.22
58 MADISON FUND INC	50,000	.21
59 CBT CORP	49,519	.21
60 WESTERN BANCORPORATION<	48,300	.20
61 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	45,000	.19
TOTALS	18,002,110	76.94%

TOP 5 CONTROL 39.40% OF STOCK TOP 15 CONTROL 52.93% OF STOCK
TOP 10 CONTROL 47.05% OF STOCK TOP 20 CONTROL 58.04% OF STOCK

MCCORMICK & CO

(SHARES O/S 1,760,000)

Principal Stockholders	Shares	%
1 EQUITABLE BANCORP	246,309	13.99
MCCORMICK PROFIT SHARING TRUST A (246309)		
2 CURLETT, JOHN F#	81,178X	4.61
3 WELLS, HARRY K#	74,524	4.23
4 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	60,000	3.40
5 MCCORMICK, CHARLES P JR#	53,110	3.01
6 YALE UNIVERSITY	50,800F	2.88
7 SWARTHMORE COLLEGE	42,000B	2.38
8 BUCKLEY, JOHN L#	27,180J	1.54
9 MERCANTILE BANKSHARES CORP<	24,398	1.38
10 WILSON, HILLSMAN V#	23,480	1.33
11 SHELHOSS, CLAYTON E#	21,960	1.24
12 HALL, RICHARD L#	20,566	1.16
13 AMERICAN GENERAL INSURANCE CO<	20,000	1.13
AMERICAN GENL INSUR CO-COMBINED (20000)		
14 GERBER, LEONARD#	18,854	1.07
15 FMR CORP	18,000	1.02
FIDELITY MNGT & RESEARCH CO* (18000)		
16 LIBERTY CORP<	15,000H	.85
17 LINCOLN NATIONAL CORP<	15,000	.85
LINCOLN NATIONAL INVESTMENT CO* (15000)		
18 MERRILL LYNCH & CO INC<	15,000	.85
MERRILL LYNCH ASSET MNGT CO INC* (15000)		
19 WELSH, JAMES F#	12,596F	.71
20 CLAREMONT ADVISERS INC	12,000	.68
21 YATES, W GORDON#	10,480	.59
22 STEADMAN SECURITY CORP*	10,000	.56
23 AMWAY MUTUAL FUND	10,000	.56
24 COLGATE UNIVERSITY	10,000F	.56
25 CAFFEY, JOHN#	8,900	.50
26 THOMAS, BAILEY A#	8,140	.46
27 LIEBER & CO	7,000	.39
SAXON WOODS ASSET MANAGEMENT CORP (7000)		
28 MICHELS, DAVID B#	5,700	.32
29 DOUB, JOHN#	5,000	.28
30 AMERICAN INDEMNITY FINANCIAL CORP	5,000H	.28
AMER INDEMNITY INSUR COS-COMB (5000)		
31 HARRISON, JAMES J JR#	4,604	.26
32 DICK, DONALD W JR#	4,472	.25
33 MCFADDEN, ROBERT B#	4,095	.23
34 WESTERN BANCORPORATION<	4,052	.23
TOTALS	949,398	53.94%

MCCORMICK - CONTINUED

TOP 5 CONTROL 29.26% OF STOCK TOP 15 CONTROL 44.45% OF STOCK
TOP 10 CONTROL 38.80% OF STOCK TOP 20 CONTROL 48.40% OF STOCK

MCDERMOTT INC

(SHARES O/S 36,528,000)

Principal Stockholders	Shares	%
1 ROWE PRICE (T) & ASSOCIATES INC*	1,811,372	4.95
2 SAROFIM (FAYEZ) & CO	1,796,511	4.91
3 LORD ABBETT & CO*	1,262,500	3.45
4 CITICORP<	1,190,328	3.25
5 CAPITAL GROUP INC	1,085,300	2.97
CAPITAL GUARDIAN TRUST CO (725300)		
CAPITAL RES & MNGT/FUNDS-COMBINED (360000)		
6 MANUFACTURERS HANOVER CORP<	1,045,810	2.86
BABCOCK & WILCOX EMP THRIFT INCENTIVE FUND/8627 PCTS (563945)		
7 BARING BROTHERS INC (ENGLAND)	827,400	2.26
ENDOWMENT MANAGEMENT & RES CO* (827400)		
8 EQUITABLE LIFE ASSUR SOCIETY OF US	681,000	1.86
9 CENTURY CAPITAL ASSOCIATES	680,600	1.86
10 MORGAN (J P) & CO INC<	585,000	1.60
11 FIRST NATIONAL BOSTON CORP	568,580	1.55
12 CONNECTICUT GENERAL INSURANCE CORP	464,000	1.27
CONN GENL INSUR COS/FDS-COMBINED (464000)		
13 SCHRODERS LTD< (ENGLAND)	462,575	1.26
SCHRODER MNGR/FUNDS-COMBINED (462575)		
14 OPPENHEIMER HOLDINGS INC+	450,000	1.23
OPPENHEIMER FUNDS-COMBINED (450000)		
15 CAMPBELL ADVISORS INC	440,625	1.20
16 TRUST CO OF THE WEST	396,900	1.08
T C W ASSET MANAGEMENT CO (396900)		
17 PRINGLE FLINN ELVINS & DONAHUE INC	387,900	1.06
18 KEMPER FAMILY GROUP	376,600	1.03
KEMPER INSUR COS/FDS-COMBINED (376600)		
19 MERCANTILE BANCORPORATION INC	362,854	.99
20 NEW YORK CITY COMPTROLLER'S OFFICE	361,500	.98
21 NEUBERGER & BERMAN+	305,300	.83
NEUBERGER & BER MNGT/FDS-COMBINED (305300)		
22 TIAA-CREF	300,000	.82
COLLEGE RETIREMENT EQUITIES FUND (300000)		
23 FORD FOUNDATION	294,400	.80
24 FMR CORP	272,100	.74
FMR/FUNDS-COMBINED (272100)		
25 GRAVES, C L#	251,068	.68
26 NATIONAL SECURITIES & RESEARCH CORP*	232,900	.63
NSR ASSET MNGT/FUNDS-COMBINED (232900)		
27 CONFEDERATION LIFE INSURANCE CO	214,532H	.58
28 BATTERYMARCH FINANCIAL MNGT CORP	185,000	.50
29 MUTUAL LIFE INSURANCE CO OF NY	176,400	.48
30 HIBERNIA CORP	168,600	.46
31 WELLS FARGO & CO	168,455	.46
32 VILAS FISCHER ASSOCIATES LTD	162,500	.44
33 CHEMICAL NEW YORK CORP	159,608	.43
34 SHEARSON LOEB RHOADES INC<	153,309	.41
BOSTON CO INC (153309)		
35 BANKERS TRUST NEW YORK CORP	152,940	.41
36 DREYFUS CORP*	150,000	.41
37 WASHINGTON DEPT OF RETIREMENT SYSTEMS	146,200	.40
38 JOHN HANCOCK MUTUAL LIFE INSUR CO	134,000	.36
JOHN HANCOCK/FUNDS-COMBINED (134000)		
39 AETNA LIFE & CASUALTY CO	133,900H	.36
AETNA INSUR COS/FDS-COMBINED (133900)		
40 CREWS, R N	130,976A	.35
41 HELLER (WALTER E) INTERNATIONAL CORP	120,635	.33
AMERICAN NATL BK & TR CO/CHICAGO (120635)		
42 WILKINS & NANOVIC ASSOCIATES	120,000	.32
43 FLORIDA STATE BOARD OF ADMINISTRATION	111,000	.30
44 BANK OF NEW YORK CO INC	109,010	.29
45 TRW INC	105,600	.28
TRW INVESTMENT MANAGEMENT (105600)		
46 BAILEY, H W#	104,512	.28
47 DONALDSON LUFKIN & JENRETTE INC<	104,000	.28
ALLIANCE CAPITAL MANAGEMENT CORP* (104000)		
48 CONTINENTAL GROUP INC<	100,000	.27
CONTINENTAL FINL SERVICES CO (100000)		
49 ILLINOIS MUNICIPAL RETIREMENT FUND	100,000	.27
50 WESTERN BANCORPORATION<	94,476	.25
51 ATLANTIC RICHFIELD CO	90,000	.24

MCDERMOTT - CONTINUED

Principal Stockholders	Shares	%
52 TRAVELERS CORP< TRAVELERS/KEYSTONE FUNDS-COMBINED (83236)	83,236	.22
53 SBHU HOLDINGS INC	81,400	.22
54 RICHIE, ROBERT K#	80,000	.21
55 BECK MACK & OLIVER	76,800	.21
56 U S TRUST CORP	75,785	.20
57 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	72,200	.19
58 CUNNINGHAM, J E#	64,460A	.17
TOTALS	20,822,657	57.00%

TOP 5 CONTROL 19.56% OF STOCK TOP 15 CONTROL 36.55% OF STOCK
TOP 10 CONTROL 30.02% OF STOCK TOP 20 CONTROL 41.71% OF STOCK

MCDONNELL DOUGLAS

(SHARES O/S: 37,565,000)

Principal Stockholders	Shares	%
1 BANKERS TRUST NEW YORK CORP MCDONNELL DOUGLAS EMPLOYEE SAVINGS PLANS/INTERNAL (9150680)	9,150,680J	24.35
2 MCDONNELL FAMILY INTERESTS# MCDONNELL, JAMES S (1821572) MCDONNELL, JAMES S 3RD (1610624) MCDONNELL, JOHN F (1288642) MCDONNELL, SANFORD N (98428) MCDONNELL FOUNDATION INC (814549) OTHER FAMILY INTERESTS (2630485)	8,264,300	22.00
3 SAROFIM (FAYEZ) & CO	1,472,145	3.91
4 DONALDSON LUFKIN & JENRETTE INC< (1368550) ALLIANCE CAPITAL MANAGEMENT CORP* (79900)	1,448,450	3.85
5 MANUFACTURERS HANOVER CORP< EDIE (LIONEL D) & CO INC (701700)	701,700	1.86
6 NEW YORK STATE TEACHERS RETIR FUND	685,000	1.82
7 SHEARSON LOEB RHOADES INC< BERNSTEIN-MACAULEY INC (531600)	531,600	1.41
8 EATON & HOWARD VANCE SANDERS INC EATON & HOWARD VANCE/FDS-COMB (433096)	433,096	1.15
9 NEW YORK CITY COMPTROLLER'S OFFICE	395,000	1.05
10 NEW ENGLAND MUTUAL LIFE INSUR CO LOOMIS-SAYLES MNGR/FUNDS-COMBINED (382795)	382,795	1.01
11 BOESKY, IVAN F INTERESTS	338,000J	.89
12 MARYLAND STATE RETIREMENT SYSTEMS	264,000	.70
13 NATIONAL SECURITIES & RESEARCH CORP* NSR ASSET MNGT/FUNDS-COMBINED (245000)	245,000	.65
14 ORTHWEIN, WILLIAM R JR#	240,519	.64
15 WISCONSIN INVESTMENT BOARD	236,500	.62
16 MERCANTILE BANCORPORATION INC	232,596	.61
17 TRUST CO OF THE WEST T C W ASSET MANAGEMENT CO (212092)	212,092	.56
18 FIRST INTERNATIONAL BANCSHARES INC	210,200	.55
19 TEXAS COMMERCE BANCSHARES INC	193,119	.51
20 MARYLAND NATIONAL CORP REDWOOD CAPITAL MNGT INC (180400)	180,400	.48
21 ILLINOIS MUNICIPAL RETIREMENT FUND	155,000	.41
22 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	148,900G	.39
23 NORTHWEST BANCORPORATION< NORTHWESTERN NATL BK MINNEAPOLIS (145038)	145,038	.38
24 CHASE MANHATTAN CORP	143,615	.38
25 FIRST UNION BANCORP	139,058	.37
26 WELLS FARGO & CO	136,168	.36
27 DREYFUS CORP*	135,000	.35
28 OPPENHEIMER HOLDINGS INC+	120,501	.32
29 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (114150)	114,150	.30
30 CITICORP<	113,928	.30
31 SCUDDER STEVENS & CLARK CO*	110,987	.29
32 STATE MTL LIFE ASSUR CO OF AMERICA STATE MTL LIFE INSUR/FDS-COMBINED (90450)	90,450	.24
33 THORDIKE DORAN PAINE & LEWIS THORNDIKE-WELLINGTON FUNDS-COMB (89126)	89,126	.23
34 RICE UNIVERSITY	83,000	.22
35 BATTERYMARCH FINANCIAL MNGT CORP	77,600	.20
TOTALS	27,619,713	73.52%

TOP 5 CONTROL 56.00% OF STOCK TOP 15 CONTROL 65.98% OF STOCK
TOP 10 CONTROL 62.46% OF STOCK TOP 20 CONTROL 68.72% OF STOCK

MCGRAW-EDISON

(SHARES O/S: 16,279,000)

Principal Stockholders	Shares	%
1 NORTHERN TRUST CORP MCGRAW EDISON PROFIT SHARING TRUST-10000 PCTS (3029940)	3,029,940J	18.61
2 WELLS FARGO & CO	1,017,000	6.24
3 TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (788000)	788,000	4.84
4 RUTTENBERG, DERALD H#	465,040J	2.85
5 CONNECTICUT GENERAL INSURANCE CORP CONN GENL INSUR COS/FDS-COMBINED (445200)	445,200	2.73
6 CHASE MANHATTAN CORP	416,150	2.55
7 COSTANTINI, A RAYMOND#	300,000X	1.84
8 UNITED STATES STEEL CORP US STEEL & CARNEGIE PENSION TR (191100)	191,100	1.17
9 SAFECO CORP< SAFECO INSUR COS & FDS-COMBINED (185300)	185,300	1.13
10 MERCANTILE BANCORPORATION INC	172,994	1.06
11 CALDWELL, L HARDWICK JR#	167,076J	1.02
12 NATIONWIDE MUTUAL INSUR CO NATIONWIDE INSUR COS/FUNDS-COMB (150000)	150,000	.92
13 CITICORP<	145,300	.89
14 OPPENHEIMER HOLDINGS INC+	132,300	.81
15 MINNESOTA MUTUAL LIFE INSUR CO	117,000	.71
16 TEMPLETON (JOHN M) FAMILY INTERESTS TEMPLETON INVEST CNSL LTD* (CAN) (106300)	106,300	.65
17 FIRESTONE TIRE & RUBBER CO FIRESTONE TIRE & RUBBER PEN FUND (105000)	105,000	.64
18 MELLON NATIONAL CORP	100,987	.62
19 SELIGMAN (J & W) & CO+ SELIGMAN/FUNDS-COMBINED (100000)	100,000	.61
20 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	72,500G	.44
21 NEW YORK CITY COMPTROLLER'S OFFICE	71,200	.43
22 FIRST UNION BANCORP	68,386	.42
23 WILLIAMS, EDWARD J#	67,535J	.41
24 CENTURY CAPITAL ASSOCIATES	65,500	.40
25 AMERITRUST CO	64,283	.39
26 CONTINENTAL ILLINOIS CORP	63,811	.39
27 SUN LIFE ASSURANCE CO OF CANADA	54,200	.33
28 GIRARD CO	51,029	.31
29 BANKERS TRUST NEW YORK CORP	47,320	.29
30 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (46977)	46,977	.28
31 EATON & HOWARD VANCE SANDERS INC EATON & HOWARD VANCE/FDS-COMB (45000)	45,000	.27
32 ALWORTH, ROYAL D JR#	42,460J	.26
33 PITTSBURGH NATIONAL CORP	39,526	.24
34 FIDUCIARY TRUST CO OF NEW YORK FIDUCIARY TRUST/FUNDS-COMBINED (38585)	38,585	.23
35 POWERS, ODELL E#	34,500J	.21
36 FIRST CONNECTICUT BANCORP INC	33,117	.20
TOTALS	9,040,616	55.53%

TOP 5 CONTROL 35.29% OF STOCK TOP 15 CONTROL 47.43% OF STOCK
TOP 10 CONTROL 43.06% OF STOCK TOP 20 CONTROL 50.41% OF STOCK

MCGRAW-HILL

(SHARES O/S: 24,637,000)

Principal Stockholders	Shares	%
1 MCGRAW FAMILY INTERESTS# MCGRAW, HAROLD W JR (790000) MCGRAW, JOHN L & FAMILY (623097) MCGRAW, DONALD JR & FAMILY (625200) WEBSTER, ELIZABETH MCGRAW & FAM (1061064) TUTHILL, HOWARD S & FAMILY (2420) MCGRAW (CURTIS W) FOUNDATION (100396) MCGRAW (DONALD C SR) FOUNDATION (44000) OTHER FAMILY MEMBERS (1681223)	4,927,400J	20.00
2 MORGAN (J P) & CO INC< (1408000) MORGAN GUARANTY TRUST CO OF NY MORGAN GUARANTY FUNDS-COMBINED (124000)	1,532,000	6.21
3 DONALDSON LUFKIN & JENRETTE INC<	769,300	3.12
4 COOKE & BIELER INC	646,850	2.62
5 TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (585000)	585,000	2.37
6 MANUFACTURERS HANOVER CORP< EDIE (LIONEL D) & CO INC (512800)	512,800	2.08
7 NEW YORK STATE TEACHERS RETIR FUND	446,400	1.81
8 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	430,000	1.74

MCGRAW-HILL - CONTINUED

Principal Stockholders	Shares	%
9 NEW YORK CITY COMPTROLLER'S OFFICE	413,400	1.67
10 STATE STREET RESEARCH & MANAGEMENT CO*	404,700	1.64
11 FIRST BANK SYSTEM INC	383,925	1.55
12 SCUDDER STEVENS & CLARK CO*	348,420	1.41
13 SHEARSON LOEB RHOADES INC<	345,444	1.40
BOSTON CO INC (345444)		
14 TRANSAMERICA CORP<	295,000	1.19
TRANSAMERICA INSUR COS/FDS-COMB (295000)		
15 TRUST CO OF GEORGIA	258,185	1.04
16 TEXAS TEACHERS RETIR SYSTEM	254,600	1.03
17 JOHN HANCOCK MUTUAL LIFE INSUR CO	221,400	.89
JOHN HANCOCK/FUNDS-COMBINED (221400)		
18 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	220,000	.89
19 BOATMENS BANKSHARES INC	219,891	.89
20 DODGE & COX INC*	190,910	.77
21 COLORADO NATIONAL BANKSHARES INC	170,056	.69
22 DUPONT FAMILY INTERESTS	166,820	.67
WILMINGTON TRUST CO (166820)		
23 BANKERS TRUST NEW YORK CORP	156,400	.63
24 ATLANTIC RICHFIELD CO	155,000	.62
25 G S I INC	128,000	.51
PENMARK INVESTMENTS INC (128000)		
26 FIDUCIARY TRUST CO OF NEW YORK	126,938	.51
FIDUCIARY TRUST/FUNDS-COMBINED (126938)		
27 ILLINOIS STATE BOARD OF INVESTMENT	125,000J	.50
28 INA CORP<	120,600	.48
INA INSUR COS/FDS-COMBINED (120600)		
29 NATIONAL HEALTH & WELFARE MTL LIFE INSUR ASSO	120,000	.48
30 FIRST NATIONAL BANCORP INC	116,412	.47
31 WELLS FARGO & CO	111,625	.45
32 TEXAS, UNIVERSITY OF	108,900	.44
33 CITICORP<	104,300	.42
34 MINNESOTA MUTUAL LIFE INSUR CO	100,000	.40
35 GEFFEN, MAXWELL	100,000E	.40
36 EXXON CORP	99,300	.40
37 CONTINENTAL ILLINOIS CORP	98,900	.40
38 STEIN ROE & FARNHAM*	97,765	.39
39 SECURITY NEW YORK STATE CORP	85,785J	.34
40 TRAINER WORTHAM & CO	78,046	.31
41 OPPENHEIMER HOLDINGS INC+	75,000	.30
OPPENHEIMER FUNDS-COMBINED (75000)		
42 GRUMMAN CORP	75,000J	.30
43 FIRST CITY BANCORP OF TEXAS INC	73,010	.29
44 HELLER (WALTER E) INTERNATIONAL CORP	72,530	.29
AMERICAN NATL BK & TR CO/CHICAGO (72530)		
45 FIRST PENNSYLVANIA CORP	72,150	.29
46 KENTUCKY TEACHERS RETIREMEN SYSTEM	65,000	.26
47 BATTERYMARCH FINANCIAL MNGT CORP	63,200	.25
48 DOMINION BANKSHARES CORP	62,750	.25
FIRST NATL EXCHANGE BK OF VIR (62750)		
49 WASHINGTON DEPT OF RETIREMENT SYSTEMS	60,800	.24
50 TODD INVESTMENT ADVISORS INC	56,550	.22
51 SBHU HOLDINGS INC	55,700	.22
52 WRIGHT INVESTORS' SERVICE	51,000	.20
53 LUTHERAN BROTHERHOOD	50,000H	.20
TOTALS	16,608,162	67.41%

TOP 5 CONTROL 34.34% OF STOCK TOP 15 CONTROL 49.92% OF STOCK
TOP 10 CONTROL 43.30% OF STOCK TOP 20 CONTROL 54.41% OF STOCK

MCLOUTH STEEL

(SHARES O/S: 5,453,000)

Principal Stockholders	Shares	%
1 BLUE DIAMOND COAL CO (324550)	451,550J	8.28
BLUE DIAMOND EMPLOYEE BEN PLANS (127000)		
2 SUN CO INC	409,500J	7.50
3 POSNER FAMILY INTERESTS	285,300	5.23
PENNSYLVANIA ENGINEERING CORP (285300)		
4 CUDLIP, WILLIAM B & FAMILY#	183,361C	3.36
5 GANN, GENE E#	82,550J	1.51
6 NATIONAL DETROIT CORP	65,501	1.20
7 DETROITBANK CORP	44,564	.81
8 HOLMAN, WILLIAM H#	42,750J	.78
9 GREEN (DAVID J) & CO	32,000	.58
10 FIRST INVESTORS CORP*	28,000	.51
11 FIRST PENNSYLVANIA CORP	28,000	.51
12 TERRA, DANIEL J#	23,000J	.42

MCLOUTH STEEL - CONTINUED

Principal Stockholders	Shares	%
13 SEARS ROEBUCK & CO	20,300	.37
ALLSTATE INSUR COS/FDS-COMBINED (20300)		
14 NORTHERN TRUST CORP	19,111	.35
15 ANDERSON, HARRY D#	19,091J	.35
16 MCLAUGHLIN, ROBERT C#	15,659J	.28
TOTALS	1,750,237	32.09%

TOP 5 CONTROL 25.89% OF STOCK TOP 15 CONTROL 31.80% OF STOCK
TOP 10 CONTROL 29.80% OF STOCK TOP 20 CONTROL 32.09% OF STOCK

MEAD CORP

(SHARES O/S: 25,798,000)

Principal Stockholders	Shares	%
1 REPUBLIC OF TEXAS CORP<	691,050	2.67
2 DELAWARE MANAGEMENT CO INC*	688,900	2.67
3 THORDIKE DORAN PAINE & LEWIS	635,200	2.46
THORNDIKE-WELLINGTON FUNDS-COMB (635200)		
4 STANLEY, THOMAS B JR & FAMILY#	553,186J	2.14
5 STATE STREET RESEARCH & MANAGEMENT CO*	545,267	2.11
6 ALABAMA BANCORP	528,060	2.04
7 FMR CORP	520,000	2.01
FIDELITY MNGT & RESEARCH CO* (346200)		
FMR/FUNDS-COMBINED (173800)		
8 MORGAN (J P) & CO INC<	497,000	1.92
9 WISCONSIN INVESTMENT BOARD	390,900	1.51
10 CAPITAL GROUP INC	337,000	1.30
CAPITAL GUARDIAN TRUST CO (197000)		
CAPITAL RES & MNGT/FUNDS-COMBINED (140000)		
11 UNITED STATES STEEL CORP	296,040	1.14
US STEEL & CARNEGIE PENSION TR (296040)		
12 BANKERS TRUST NEW YORK CORP	265,424	1.02
13 SHUFRO ROSE & EHRMAN	234,666	.90
14 OPPENHEIMER HOLDINGS INC+	231,200	.89
OPPENHEIMER FUNDS-COMBINED (231200)		
15 BANKERS LIFE CO	207,750	.80
16 SPENCER, WILLIAM M & FAMILY#	189,227J	.73
17 MANUFACTURERS NATIONAL CORP	177,963	.68
18 JOHN HANCOCK MUTUAL LIFE INSUR CO	177,800	.68
JOHN HANCOCK/FUNDS-COMBINED (177800)		
19 WELLS FARGO & CO	165,035	.63
20 CRUM & FORSTER<	153,500	.59
CRUM & FORSTER INSUR COS-COMBINED (153500)		
21 WOMMACK, WILLIAM W#	152,856J	.59
22 EXXON CORP	151 650	.58
23 MEAD FAMILY INTERESTS#	146,542J	.56
MEAD, H T (106431)		
MEAD, NELSON S (40111)		
24 UNITED VIRGINIA BANKSHARES INC	143,426	.55
25 HARRIS BANKCORP INC	143,000	.55
26 MCSWINEY, J W#	138,206J	.53
27 COMMERCIAL UNION ASSUR CO LTD (ENG)	135,000	.52
COMMERCIAL UNION INVEST MNGT* (135000)		
28 NEUBERGER & BERMAN+	112,121	.43
NEUBERGER & BER MNGT/FDS-COMBINED (112121)		
29 CHEMICAL NEW YORK CORP	107,263	.41
30 MERRILL LYNCH & CO INC<	107,000	.41
MERRILL LYNCH ASSET MNGT CO INC* (107000)		
31 NORTHWESTERN MUTUAL LIFE INSUR CO	105,042	.40
32 BATTS, WARREN L#	100,000J	.38
33 PROVIDENT NATIONAL CORP<	99,572	.38
34 BATTERYMARCH FINANCIAL MNGT CORP	94,613	.36
35 INA CORP<	88,300	.34
INA INSUR COS/FDS-COMBINED (88300)		
36 MARINE CORP	88,065	.34
MARINE INVESTMENT MNGT INC (88065)		
37 WINTERS NATIONAL CORP	87,007	.33
38 SEAFIRST CORP	83,462	.32
39 MEAD CORPORATION FOUNDATION	83,400J	.32
40 STATE NATIONAL CORP	80,200	.31
41 HELLER (WALTER E) INTERNATIONAL CORP	77,950	.30
AMERICAN NATL BK & TR CO/CHICAGO (77950)		
42 HARRIS BRETALL & MCELDOWNEY INC	75,100H	.29
43 FIDUCIARY TRUST CO OF NEW YORK	68,580	.26
FIDUCIARY TRUST/FUNDS-COMBINED (68580)		
44 NORTHWEST OHIO BANCSHARES INC	61,450	.23
45 PENNSYLVANIA, UNIVERSITY OF	61,000	.23
46 FIRST CITY BANCORP OF TEXAS INC	60,391	.23

MEAD - CONTINUED

Principal Stockholders	Shares	%
47 TISCH FAMILY GROUP	60,000	.23
CNA INSUR COS/FDS-COMBINED (60000)		
48 COLUMBIA UNIVERSITY	54,291	.21
49 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	54,225	.21
50 SUN BANKS OF FLORIDA INC	52,890	.20
TOTALS	10,357,770	40.14%

TOP 5 CONTROL 12.06% OF STOCK TOP 15 CONTROL 25.56% OF STOCK
TOP 10 CONTROL 20.87% OF STOCK TOP 20 CONTROL 29.01% OF STOCK

MEMOREX CORP

(SHARES O/S: 7,054,000)

Principal Stockholders	Shares	%
1 CITICORP<	330,200	4.68
2 MORGAN (J P) & CO INC<	270,000	3.82
3 BEA ASSOCIATES INC	235,000	3.33
4 PRUDENTIAL INSURANCE CO OF AM	199,607	2.82
PRUDENTIAL INSUR COS/FUNDS-COMB (199607)		
5 WILSON, ROBERT C#	162,100J	2.29
6 WHITNEY (J H) & CO (129325)	131,825J	1.86
SCHMIDT, BENNO C (2500)		
7 CONNECTICUT GENERAL INSURANCE CORP	127,700	1.81
CONN GENL INSUR COS/FDS-COMBINED (127700)		
8 ROBECO (HOLLAND)	100,000H	1.41
9 LEHMAN BROTHERS KUHN LOEB INC	72,900	1.03
10 CUMBERLAND ASSOCIATES	72,000	1.02
11 CHANEY, ALGER FAMILY#	61,700J	.87
12 DELAWARE MANAGEMENT CO INC*	35,800	.50
13 BRAGG, GEORGE L#	24,000E	.34
14 MERRILL LYNCH & CO INC<	21,500	.30
MERRILL LYNCH ASSET MNGT CO INC* (21500)		
15 FIRST INVESTORS CORP*	15,000	.21
16 FIRST PENNSYLVANIA CORP	15,000	.21
TOTALS	1,874,332	26.57%

TOP 5 CONTROL 16.96% OF STOCK TOP 15 CONTROL 26.35% OF STOCK
TOP 10 CONTROL 24.11% OF STOCK TOP 20 CONTROL 26.57% OF STOCK

MERCK & CO

(SHARES O/S: 74,852,000)

Principal Stockholders	Shares	%
1 FIDELCOR INC	2,349,660	3.13
2 CITICORP<	1,808,579	2.41
3 MORGAN (J P) & CO INC<	1,731,000	2.31
4 BANKERS TRUST NEW YORK CORP	1,493,739	1.99
MERCK EMP ST PUR & SAV.PL/9502 (566193)		
MERCK ESOP/16856 PCTS (48374)		
5 MARSH & MCLENNAN COS INC<	1,371,700	1.83
PUTNAM MNGT/FUNDS-COMBINED (481200)		
EBERSTADT ASSET MNGT/FDS-COMBINED (890500)		
6 NATIONAL DETROIT CORP	1,175,632	1.57
7 FIRST NATIONAL BOSTON CORP	1,087,840	1.45
8 MANUFACTURERS HANOVER CORP< (257304)	951,011	1.27
EDIE (LIONEL D) & CO INC (693707)		
9 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	854,000	1.14
10 BANK OF NEW YORK CO INC	848,605	1.13
11 PRUDENTIAL INSURANCE CO OF AM	822,800	1.09
PRUDENTIAL INSUR COS/FUNDS-COMB (822800)		
12 MELLON NATIONAL CORP	790,367	1.05
13 CHASE MANHATTAN CORP	785,466	1.04
14 GENERAL ELECTRIC CO	670,500	.89
GENERAL ELECTRIC PENSION TRUST (670500)		
15 ROWE PRICE (T) & ASSOCIATES INC*	627,916	.83
16 CONTINENTAL CORP<	597,900	.79
CONTINENTAL CORP/INSUR COS-COMB (597900)		
17 NEW ENGLAND MUTUAL LIFE INSUR CO	592,124	.79
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (592124)		
18 BABSON (DAVID L) & CO INC*	589,146	.78
19 PROVIDENT NATIONAL CORP<	577,542	.77
20 EQUITABLE LIFE ASSUR SOCIETY OF US	506,300	.67
21 BROWN BROS HARRIMAN & CO	505,066	.67
22 NORTHERN TRUST CORP	494,863	.66
23 STEIN ROE & FARNHAM*	488,610	.65
24 NEW YORK STATE TEACHERS RETIR FUND	485,100	.64
25 U S TRUST CORP	482,664	.64

MERCK - CONTINUED

Principal Stockholders	Shares	%
26 UNITED STATES STEEL CORP	479,200	.64
US STEEL & CARNEGIE PENSION TR (479200)		
27 CHEMICAL NEW YORK CORP	446,219	.59
28 FIRST CHICAGO CORP<	443,135	.59
29 WESTERN BANCORPORATION<	439,998	.58
30 STATE FARM MUTL AUTOMOBILE INSUR CO	412,000H	.55
STATE FARM INSUR COS-COMBINED (412000)		
31 SEARS ROEBUCK & CO	394,900	.52
SEARS INVEST MNGT-PEN & SAVING PLS (182900)		
ALLSTATE INSUR COS/FDS-COMBINED (212000)		
32 CONTINENTAL ILLINOIS CORP	394,575	.52
33 WISCONSIN INVESTMENT BOARD	375,000	.50
34 GIRARD CO	362,650	.48
35 AETNA LIFE & CASUALTY CO	330,325H	.44
AETNA INSUR COS/FDS-COMBINED (330325)		
36 WELLS FARGO & CO	327,554	.43
37 DUPONT FAMILY INTERESTS	309,856	.41
WILMINGTON TRUST CO (309856)		
38 NEW JERSEY DIVISION OF INVESTMENTS	295,000J	.39
39 SCUDDER STEVENS & CLARK CO*	289,764	.38
40 HARTFORD NATIONAL CORP	279,107	.37
41 SHEARSON LOEB RHOADES INC<	277,533	.37
BOSTON CO INC (277533)		
42 NEW YORK STATE COMMON RETIREMENT FUND	277,000H	.37
43 MIDLAND BANK GROUP< (ENGLAND)	274,684	.36
CROCKER NATIONAL CORP (274684)		
44 HELLER (WALTER E) INTERNATIONAL CORP	266,475	.35
AMERICAN NATL BK & TR CO/CHICAGO (266475)		
45 ROSENGARTEN, ADOLPH G JR#	253,510F	.33
46 TIAA-CREF	250,000	.33
COLLEGE RETIREMENT EQUITIES FUND (250000)		
47 INA CORP<	250,000	.33
INA INSUR COS/FDS-COMBINED (250000)		
48 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	248,750	.33
NEW COURT CAPITAL MNGT INC (248750)		
49 FIDUCIARY TRUST CO OF NEW YORK	247,140	.33
FIDUCIARY TRUST/FUNDS-COMBINED (247140)		
50 TEXAS TEACHERS RETIR SYSTEM	244,400	.32
51 BANKAMERICA CORP<	242,966	.32
52 NATIONAL CITY CORP	242,000	.32
53 LINCOLN FIRST BANKS INC	236,216	.31
54 EATON & HOWARD VANCE SANDERS INC	235,391	.31
EATON & HOWARD VANCE/FDS-COMB (235391)		
55 GEORGIA STATE RETIREMENT SYSTEM	235,000	.31
56 STATE STREET BOSTON CORP	228,229	.30
57 CBT CORP	227,679	.30
58 FIRST PENNSYLVANIA CORP	218,531	.29
59 WACHOVIA CORP	215,775	.28
60 LIBERTY MUTUAL INSURANCE CO	204,700H	.27
61 FIRST UNION BANCORP	203,729	.27
62 MERCANTILE BANKSHARES CORP<	200,078	.26
63 MINNESOTA STATE BOARD OF INVESTMENT	197,100G	.26
64 HONG KONG & SHANGHAI BANKING CORP	190,758	.25
MARINE MIDLAND BANKS INC (190758)		
65 METROPOLITAN LIFE INSURANCE CO	189,050H	.25
66 JOHN HANCOCK MUTUAL LIFE INSUR CO	184,400	.24
JOHN HANCOCK/FUNDS-COMBINED (184400)		
67 FIDELITY UNION BANCORP	183,459	.24
68 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	174,900	.23
69 CHESWICK MCRAE & GILLESPIE INC	172,930	.23
70 CENTRAL BANCORP INC	170,035	.22
71 HOSPITAL TRUST CORP	168,991	.22
72 BATTERYMARCH FINANCIAL MNGT CORP	167,200	.22
73 CONNECTICUT GENERAL INSURANCE CORP	167,000	.22
CONN GENL INSUR COS/FDS-COMBINED (167000)		
74 CENTRAN CORP	166,655	.22
75 NEW ENGLAND MERCHANTS CO INC	165,626	.22
76 MERCK FAMILY INTERESTS#	163,061J	.21
MERCK, GEORGE W ESTATE (80600)		
MERCK, ALBERT W (40565)		
GADSDEN, HENRY W (41866)		
77 BOATMENS BANKSHARES INC	155,822	.20
78 TRUST CO OF THE WEST	150,700	.20
T C W ASSET MANAGEMENT CO (150700)		
79 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	144,900	.19
TOTALS	36,459,786	48.70%

MERCK - CONTINUED

TOP 5 CONTROL 11.69% OF STOCK TOP 15 CONTROL 23.20% OF STOCK
TOP 10 CONTROL 18.26% OF STOCK TOP 20 CONTROL 27.02% OF STOCK

METROMEDIA

(SHARES O/S 4,565,000)

	Principal Stockholders	Shares	%
1	KLUGE, JOHN W#	821,600J	17.99
2	STATE STREET RESEARCH & MANAGEMENT CO*	382,710	8.38
3	PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (214000)	214,000	4.68
4	TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (185000)	185,000	4.05
5	NATIONWIDE MUTUAL INSUR CO NATIONWIDE INSUR COS/FUNDS-COMB (169000)	169,000H	3.70
6	ATLANTA CAPITOL CORP	159,300	3.48
7	LINDNER FAMILY GROUP-AMERICAN FINANCIAL CORP< AMERICAN FIN INSUR COS-COMBINED (126817)	126,817	2.77
8	CHEMICAL NEW YORK CORP	101,300	2.21
9	AMERICAN GENERAL INSURANCE CO< AMERICAN GENL INSUR CO-COMBINED AMERICAN GENERAL FDS-COMBINED (100000)	100,000	2.19
10	MORGAN (J P) & CO INC<	76,000	1.66
11	NEUBERGER & BERMAN+ NEUBERGER & BER MNGT/FDS-COMBINED (70030)	70,030	1.53
12	TRUST CO OF THE WEST T C W ASSET MANAGEMENT CO (59700)	59,700	1.30
13	WEBER, CLEMENS M#	54,259X	1.18
14	SWISS REINSURANCE CO (SWITZERLAND)	48,100	1.05
15	STEIN ROE & FARNHAM*	34,850	.76
16	GARDNER & PRESTON MOSS INC	33,480	.73
17	BANKERS TRUST NEW YORK CORP	30,000	.65
18	WELLS FARGO & CO	26,900	.58
19	GRISWOLD, JOHN C#	26,600J	.58
20	GULF UNITED CORP< GULF LIFE INSUR COS-COMBINED (25000)	25,000	.54
21	MUTUAL LIFE INSURANCE CO OF NY	21,234	.46
22	SCHWARTZ, ALFRED L#	21,009F	.46
23	GENERAL ELECTRIC CO ELFUN TRUSTS (20200)	20,200	.44
24	HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (19305)	19,305	.42
25	MARYLAND STATE RETIREMENT SYSTEMS	19,000	.41
26	BARRETT, ROSS#	16,500J	.36
27	ATLANTIC RICHFIELD CO	15,000	.32
28	INTERVEST MANAGEMENT CO	14,040	.30
29	SAROFIM (FAYEZ) & CO	12,772	.27
30	MINISTERS & MISSIONARIES BENEFIT BOARD	10,600H	.23
31	STATE FARM MUTL AUTOMOBILE INSUR CO STATE FARM INSUR COS-COMBINED (9618)	9,618H	.21
	TOTALS	2,923,924	64.05%

TOP 5 CONTROL 38.82% OF STOCK TOP 15 CONTROL 57.01% OF STOCK
TOP 10 CONTROL 51.16% OF STOCK TOP 20 CONTROL 60.12% OF STOCK

MIDLAND-ROSS

(SHARES O/S 11,684,000)

	Principal Stockholders	Shares	%
1	ROWE PRICE (T) & ASSOCIATES INC*	843,150	7.21
2	DELAWARE MANAGEMENT CO INC*	630,000	5.39
3	NATIONAL CITY CORP MIDLAND-ROSS SALARIED EMPLOYEES SAV & INVEST PL/INTERNAL (417709)	543,000	4.64
4	CHEMICAL NEW YORK CORP	340,150	2.91
5	UNITED STATES STEEL CORP US STEEL & CARNEGIE PENSION TR (302100)	302,100	2.58
6	CAPITAL GROUP INC CAPITAL GUARDIAN TRUST CO (29000) CAPITAL RES & MNGT/FUNDS COMBINED (220000)	249,000	2.13
7	NATIONAL SECURITIES & RESEARCH CORP*	190,000	1.62
8	AMERITRUST CO	184,298	1.57
9	NEW YORK STATE COMMON RETIREMENT FUND	180,000H	1.54
10	HONG KONG & SHANGHAI BANKING CORP MARINE MIDLAND BANKS INC (138450)	138,450	1.18
11	TRUST CO OF GEORGIA	123,370	1.05
12	EATON & HOWARD VANCE SANDERS INC EATON & HOWARD VANCE/FDS-COMB (109100)	109,100	.93
13	MORGAN (J P) & CO INC<	103,000	.88

MIDLAND-ROSS - CONTINUED

	Principal Stockholders	Shares	%
14	DREYFUS CORP*	100,000	.85
15	ROULSTON & CO INC	93,785	.80
16	HERITAGE WISCONSIN CORP	83,400	.71
17	UNION INVESTMENT GMBH (WEST GERMANY) UNION INVEST FUNDS-COMBINED (74600)	74,600	.63
18	GARDNER & PRESTON MOSS INC	64,750	.55
19	SHAWMUT CORP	64,040	.54
20	NORTHWEST OHIO BANCSHARES INC	47,270	.40
21	DODGE & COX INC*	41,600	.35
22	ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND) BANK OF CALIFORNIA NA (40600)	40,600	.34
23	SAFECO CORP< SAFECO INSUR COS & FDS-COMBINED (40000)	40,000	.34
24	PROVIDENT NATIONAL CORP<	35,800	.30
25	FIRST KENTUCKY NATL CORP	35,684	.30
26	GIRARD CO	32,000	.27
27	NEW ENGLAND MERCHANTS CO INC	27,300	.23
28	WRIGHT INVESTORS' SERVICE	25,200	.21
	TOTALS	4,741,647	40.58%

TOP 5 CONTROL 22.75% OF STOCK TOP 15 CONTROL 35.34% OF STOCK
TOP 10 CONTROL 30.81% OF STOCK TOP 20 CONTROL 38.20% OF STOCK

MINNESOTA MINING & MFG

(SHARES O/S 117,364,000)

	Principal Stockholders	Shares	%
1	FIRST BANK SYSTEM INC	8,800,023	7.49
2	BINGER, JAMES H INTERESTS# BINGER, JAMES H (1334820) MCKNIGHT FOUNDATION (600703) MCKNIGHT (WILLIAM) ESTATE (1089881)	3,025,404J	2.57
3	MANUFACTURERS HANOVER CORP< (610652) EDIE (LIONEL D) & CO INC (1370754)	1,981,406	1.68
4	MORGAN (J P) & CO INC<	1,973,000	1.68
5	FIRST NATIONAL BOSTON CORP	1,861,315	1.58
6	NATIONAL DETROIT CORP	1,780,472	1.51
7	CITICORP<	1,482,905	1.26
8	CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,430,000	1.21
9	MELLON NATIONAL CORP	1,285,698	1.09
10	DETROITBANK CORP	1,203,373	1.02
11	GENERAL ELECTRIC CO GENERAL ELECTRIC PENSION TRUST (1137800)	1,137,800	.96
12	ROWE PRICE (T) & ASSOCIATES INC*	1,065,041	.90
13	OHIO STATE TEACHERS RETIR SYSTEM	1,024,500	.87
14	NEW YORK STATE TEACHERS RETIR FUND	999,800	.85
15	CHEMICAL NEW YORK CORP	947,457	.80
16	TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (920000)	920,000	.78
17	GRAHAM, ROBERT C & FAMILY#	880,000C	.74
18	ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND) BANK OF CALIFORNIA NA (855751)	855,751	.72
19	NORTHERN TRUST CORP	845,938	.72
20	ORDWAY, JOHN G JR & FAMILY#	821,415J	.69
21	PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (761200)	761,200	.64
22	LORD ABBETT & CO*	758,000	.64
23	BANKERS TRUST NEW YORK CORP	741,831	.63
24	BABSON (DAVID L) & CO INC*	740,010	.63
25	CALIFORNIA, UNIVERSITY OF	680,821	.58
26	SOUTHEAST BANKING CORP	667,075	.56
27	KIRBY FAMILY GROUP-ALLEGHANY CORP< INVESTORS DIVERSIFIED SER INC* IDS FUNDS-COMBINED (650000)	650,000	.55
28	LYKES FAMILY INTERESTS FIRST NATIONAL BK IN PALM BEACH (640954)	640,954	.54
29	BATTERYMARCH FINANCIAL MNGT CORP	608,200	.51
30	UNITED STATES STEEL CORP US STEEL & CARNEGIE PENSION TR (593300)	593,300	.50
31	HARRIS BANKCORP INC	593,000	.50
32	COOKE & BIELER INC	579,580	.49
33	NEW JERSEY DIVISION OF INVESTMENTS	550,000J	.46
34	WELLS FARGO & CO	543,333	.46
35	TRAVELERS CORP< TRAVELERS/KEYSTONE FUNDS-COMBINED (530400)	530,400	.45
36	MARSH & MCLENNAN COS INC< EBERSTADT ASSET MNGT/FDS-COMBINED (515250)	515,250	.43
37	NEW YORK STATE COMMON RETIREMENT FUND	511,500H	.43

MINNESOTA MINING & MANUFACTURING - CONTINUED

Principal Stockholders	Shares	%
38 NORTHWEST BANCORPORATION<	486,909	.41
NORTHWESTERN NATL BK MINNEAPOLIS (486909)		
39 TEXAS TEACHERS RETIR SYSTEM	482,700	.41
40 WISCONSIN INVESTMENT BOARD	477,600	.40
41 SEARS ROEBUCK & CO	472,200	.40
ALLSTATE INSUR COS/FDS-COMBINED (472200)		
42 CONTINENTAL ILLINOIS CORP	459,866	.39
43 CAPITAL GROUP INC	452,400	.38
CAPITAL GUARDIAN TRUST CO (452400)		
44 U S TRUST CORP	441,065	.37
45 NEW ENGLAND MUTUAL LIFE INSUR CO	439,932	.37
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (439932)		
46 MASSACHUSETTS FINANCIAL SERVICES INC*	432,000	.36
47 TEXAS PERMANENT SCHOOL FUND	431,500	.36
48 SCUDDER STEVENS & CLARK CO*	430,963	.36
49 CHASE MANHATTAN CORP	426,639	.36
50 HELLER (WALTER E) INTERNATIONAL CORP	410,985	.35
AMERICAN NATL BK & TR CO/CHICAGO (410985)		
51 SHEARSON LOEB RHOADES INC<	394,060	.33
BOSTON CO INC (394060)		
52 NATIONWIDE MUTUAL INSUR CO	385,820H	.32
NATIONWIDE INSUR COS/FUNDS-COMB (385820)		
53 FIRST CHICAGO CORP<	356,814	.30
54 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	347,400	.29
55 BROWN BROS HARRIMAN & CO	346,092	.29
56 PITTSBURGH NATIONAL CORP	340,013	.28
57 NEW ENGLAND MERCHANTS CO INC	339,411	.28
58 GIRARD CO	335,280	.28
59 BANK OF NEW YORK CO INC	334,736	.28
60 AETNA LIFE & CASUALTY CO	333,300H	.28
AETNA INSUR COS/FDS-COMBINED (333300)		
61 STRALEM & CO INC	327,100	.27
62 MIDLAND BANK GROUP< (ENGLAND)	326,631	.27
CROCKER NATIONAL CORP (326631)		
63 EQUITABLE LIFE ASSUR SOCIETY OF US	326,000	.27
64 FIDUCIARY TRUST CO OF NEW YORK	325,372	.27
FIDUCIARY TRUST/FUNDS-COMBINED (325372)		
65 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	316,000	.26
66 VALLEY NATIONAL BANK OF ARIZONA	315,871	.26
67 MERCANTILE BANKSHARES CORP<	311,293	.26
68 WESTERN BANCORPORATION<	309,096	.26
69 GEORGIA STATE RETIREMENT SYSTEM	309,000	.26
70 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	306,900	.26
71 MINNESOTA STATE BOARD OF INVESTMENT	296,700G	.25
72 AMERITRUST CO	289,855	.24
73 GOODHILL FOUNDATION	283,000	.24
74 MARINE BANCORP INC	282,297	.24
75 FIRST UNION BANCORP	281,240	.23
76 ILLINOIS STATE TEACHERS RETIR SYSTEM	275,000J	.23
77 SELIGMAN (J & W) & CO+	269,383	.22
SELIGMAN/FUNDS-COMBINED (269383)		
78 DUPONT FAMILY INTERESTS	249,726	.21
WILMINGTON TRUST CO (249726)		
79 LIBERTY MUTUAL INSURANCE CO	243,870H	.20
80 METROPOLITAN LIFE INSURANCE CO	243,050H	.20
TOTALS	60,230,821	51.31%

TOP 5 CONTROL 15.03% OF STOCK TOP 15 CONTROL 25.55% OF STOCK
TOP 10 CONTROL 21.15% OF STOCK TOP 20 CONTROL 29.24% OF STOCK

MOBIL

(SHARES O/S: 212,143,000)

Principal Stockholders	Shares	%
1 BANKERS TRUST NEW YORK CORP	13,337,329	6.28
MOBIL EMP SAV PL/27479 PCTS (11481654)		
MOBIL ESOP-44905 PCTS (508940)		
2 MORGAN (J P) & CO INC<	4,864,000	2.29
3 ROCKEFELLER FAMILY INTERESTS	4,193,438	1.97
ROCKEFELLER BROTHERS FUND (220000)		
DESCENDANTS OF JOHN D JR (3557438)		
ROCKEFELLER FOUNDATION (416000)		
4 INTERNORTH INC	3,000,433	1.41
5 BANCOKLAHOMA CORP/BK OF OKLAHOMA NA	2,637,250	1.24
6 CHASE MANHATTAN CORP	2,450,438	1.15
7 SAROFIM (FAYEZ) & CO	2,230,169	1.05
8 PRUDENTIAL INSURANCE CO OF AM	2,060,800	.97
PRUDENTIAL INSUR COS/FUNDS-COMB (2060800)		

MOBIL - CONTINUED

Principal Stockholders	Shares	%
9 NATIONAL DETROIT CORP	2,052,120	.96
10 STATE STREET RESEARCH & MANAGEMENT CO*	1,531,100	.72
11 TIAA-CREF	1,450,000	.68
COLLEGE RETIREMENT EQUITIES FUND (1450000)		
12 CITICORP<	1,393,014	.65
13 MANUFACTURERS HANOVER CORP< (688701)	1,389,397	.65
EDIE (LIONEL D) & CO INC (700696)		
14 CHEMICAL NEW YORK CORP	1,342,272	.63
15 JENNISON ASSOCIATES CAPITAL CORP	1,287,950	.60
16 WELLS FARGO & CO	1,267,296	.59
17 THORDIKE DORAN PAINE & LEWIS	1,218,854	.57
THORNDIKE-WELLINGTON FUNDS-COMB (1218854)		
18 HARRIS BANKCORP INC	915,000	.43
19 AMERITRUST CO	862,525	.40
20 BANK OF NEW YORK CO INC	816,543	.38
21 FIRST PENNSYLVANIA CORP	797,981	.37
22 U S TRUST CORP	785,589	.37
23 HARVARD UNIVERSITY	771,089	.36
24 DUPONT FAMILY INTERESTS	744,000	.35
DU PONT (E I) DE NEMOURS & CO INC (744000)		
25 HELLER (WALTER E) INTERNATIONAL CORP	741,770	.34
AMERICAN NATL BK & TR CO/CHICAGO (741770)		
26 FIDELCOR INC	739,083	.34
27 GIRARD CO	728,379	.34
28 TEXAS PERMANENT SCHOOL FUND	673,200	.31
29 SELIGMAN (J & W) & CO+	665,612	.31
SELIGMAN/FUNDS-COMBINED (665612)		
30 MIDLAND BANK GROUP< (ENGLAND)	657,483	.30
CROCKER NATIONAL CORP (657483)		
31 NEW YORK STATE COMMON RETIREMENT FUND	650,796H	.30
32 FIRST UNION BANCORP	638,711	.30
33 PROVIDENT NATIONAL CORP<	616,162	.29
34 STEIN ROE & FARNHAM*	611,042	.28
35 EQUITABLE BANCORPORATION	596,796	.28
36 BETHLEHEM STEEL CORP	557,700	.26
BETHLEHEM STEEL CORP PENSION PL (557700)		
37 TEXAS TEACHERS RETIR SYSTEM	556,884	.26
38 UNITED STATES STEEL CORP	544,410	.25
US STEEL & CARNEGIE PENSION TR (544410)		
39 BATTERYMARCH FINANCIAL MNGT CORP	536,368	.25
40 NEW YORK STATE TEACHERS RETIR FUND	522,200	.24
41 TELEDYNE INC	493,000	.23
TELEDYNE INSUR COS-COMBINED (493000)		
42 WESTERN BANCORPORATION<	478,576	.22
43 WISCONSIN INVESTMENT BOARD	472,696	.22
44 NEW JERSEY DIVISION OF INVESTMENTS	470,000J	.22
45 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	466,632G	.21
46 REPUBLIC OF TEXAS CORP<	455,901	.21
47 SCUDDER STEVENS & CLARK CO*	445,682	.21
48 PITTSBURGH NATIONAL CORP	438,413	.20
49 MARSH & MCLENNAN COS INC<	434,800	.20
PUTNAM MNGT/FUNDS-COMBINED (434800)		
50 METROPOLITAN LIFE INSURANCE CO	432,500H	.20
51 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	430,000	.20
52 NEW YORK CITY COMPTROLLER'S OFFICE	370,600	.17
TOTALS	68,823,983	32.44%

TOP 5 CONTROL 13.21% OF STOCK TOP 15 CONTROL 21.31% OF STOCK
TOP 10 CONTROL 18.08% OF STOCK TOP 20 CONTROL 23.71% OF STOCK

MOHASCO CORP

(SHARES O/S: 6,564,000)

Principal Stockholders	Shares	%
1 GULF & WESTERN INDUSTRIES INC<	1,175,900	17.91
2 BANKERS TRUST NEW YORK CORP	450,594J	6.86
MOHASCO INV PL FOR SAL EMP/2801 (450594)		
3 CENTRAL SECURITIES CORP	70,000	1.06
4 SAFECO CORP<	66,700H	1.01
SAFECO INSUR COS & FDS-COMBINED (66700)		
5 BATTERYMARCH FINANCIAL MNGT CORP	57,200	.87
6 SHUTTLEWORTH, H L 2ND#	56,700J	.86
7 WELLS FARGO & CO	43,200	.65
8 LANDGRAF, S I#	39,214J	.59
9 BANKERS LIFE CO	21,900	.33
B.L.C. EQUITY MANAGEMENT CORP*		
B.L.C. FUNDS-COMBINED (21900)		
10 EDWARDS, W D#	20,197J	.30

MOHASCO - CONTINUED

Principal Stockholders	Shares	%
11 MC MORGAN & CO	18,000	.27
12 SAROFIM (FAYEZ) & CO	16,344	.24
13 SEARS ROEBUCK & CO	15,500	.23
ALLSTATE INSUR COS/FDS-COMBINED (15500)		
14 FIRST UNION CORP	13,270	.20
15 BRONER, H J#	13,014J	.19
TOTALS	2,077,733	31.65%

TOP 5 CONTROL 27.73% OF STOCK TOP 15 CONTROL 31.65% OF STOCK
TOP 10 CONTROL 30.49% OF STOCK TOP 20 CONTROL 31.65% OF STOCK

MONFORT OF COLORADO

(SHARES O/S: 4,949,000)

Principal Stockholders	Shares	%
1 MONFORT FAMILY INTERESTS#	3,618,513	73.11
MONFORT, KENNETH & FAMILY (1427699)		
MONFORT, KAYE C (424455)		
MONFORT, RICHARD L (424455)		
WILSON, MARGERY MONFORT & FAMILY# (809594)		
WALSH, KYLE MONFORT (431789)		
MONFORT CHARITABLE FOUNDATION (100521)		
2 MAPELLI, ROLAND L#	109,499	2.21
3 AFFILIATED BANKSHARES OF COLORADO INC	100,100	2.02
4 ADDOMS, SAMUEL D#	40,000H	.80
5 FLACK, DUANE E#	18,504	.37
TOTALS	3,886,616	78.53%

TOP 5 CONTROL 78.53% OF STOCK TOP 15 CONTROL 78.53% OF STOCK
TOP 10 CONTROL 78.53% OF STOCK TOP 20 CONTROL 78.53% OF STOCK

MONSANTO

(SHARES O/S: 36,004,000)

Principal Stockholders	Shares	%
1 CAPITAL GROUP INC	1,476,900	4.10
CAPITAL GUARDIAN TRUST CO (885900)		
CAPITAL RES & MNGT/FUNDS-COMBINED (591000)		
2 MANUFACTURERS HANOVER CORP<	1,106,677	3.07
EDIE (LIONEL D) & CO INC (1106677)		
3 U S TRUST CORP	1,076,217	2.98
MONSANTO SAV & INV PL-33000 PCTS (913000)		
4 TIAA-CREF	841,800	2.33
COLLEGE RETIREMENT EQUITIES FUND (841800)		
5 MELLON NATIONAL CORP	799,895	2.22
6 NEW YORK STATE TEACHERS RETIR FUND	774,475	2.15
7 LORD ABBETT & CO*	730,127	2.02
8 FIRST CHICAGO CORP<	698,805	1.94
9 MORGAN (J P) & CO INC<	659,000	1.83
10 GENERAL ELECTRIC CO	631,200	1.75
GENERAL ELECTRIC PENSION TRUST (631200)		
11 DONALDSON LUFKIN & JENRETTE INC<	565,502	1.57
12 FMR CORP	563,900	1.56
FIDELITY MNGT & RESEARCH CO* (133000)		
FMR/FUNDS-COMBINED (430900)		
13 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	500,000	1.38
14 BROWN BROS HARRIMAN & CO	494,088	1.37
15 FIRST UNION BANCORP	444,316	1.23
MONSANTO TRASOP 33700 PCTS (177200)		
16 NEUBERGER & BERMAN+	424,559	1.17
NEUBERGER & BER MNGT/FDS-COMBINED (424559)		
17 BANKERS TRUST NEW YORK CORP	422,741	1.17
18 CHASE MANHATTAN CORP	418,816	1.16
19 FIRST NATIONAL BOSTON CORP	396,220	1.10
20 NEW JERSEY DIVISION OF INVESTMENTS	368,800J	1.02
21 TEXAS TEACHERS RETIR SYSTEM	333,200	.92
22 STATE STREET RESEARCH & MANAGEMENT CO*	327,800	.91
23 MASSACHUSETTS FINANCIAL SERVICES INC*	325,000	.90
24 PRUDENTIAL INSURANCE CO OF AM	307,800	.85
PRUDENTIAL INSUR COS/FUNDS-COMB (307800)		
25 THORDIKE DORAN PAINE & LEWIS	304,550	.84
THORNDIKE-WELLINGTON FUNDS-COMB (304550)		
26 BATTERYMARCH FINANCIAL MNGT CORP	262,297	.72
27 AMERITRUST CO	256,438	.71
28 UNITED STATES STEEL CORP	238,999	.66
US STEEL & CARNEGIE PENSION TR (238999)		
29 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	238,000	.66
30 MERCANTILE BANCORPORATION INC	230,170	.63

MONSANTO - CONTINUED

Principal Stockholders	Shares	%
31 MANNING & NAPIER ADVISORS INC	227,916	.63
32 SELIGMAN (J & W) & CO+	200,000	.55
SELIGMAN/FUNDS-COMBINED (200000)		
33 FORD FOUNDATION	200,000	.55
34 DODGE & COX INC*	193,296	.53
35 PITTSBURGH NATIONAL CORP	191,812	.53
36 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	187,700	.52
37 CONTINENTAL CORP<	182,056	.50
CONTINENTAL CORP/INSUR COS-COMB (182056)		
38 NORTHERN TRUST CORP	180,782	.50
39 TELEDYNE INC	158,000	.43
TELEDYNE INSUR COS-COMBINED (158000)		
40 WELLS FARGO & CO	156,187	.43
41 SHEARSON LOEB RHOADES INC<	152,829	.42
BOSTON CO INC (152829)		
42 NATIONAL DETROIT CORP	146,091	.40
43 VILAS FISCHER ASSOCIATES LTD	143,800	.39
44 BARING BROTHERS INC (ENGLAND)	134,200	.37
ENDOWMENT MANAGEMENT & RES CO* (134200)		
45 CHEMICAL NEW YORK CORP	133,918	.37
46 HELLER (WALTER E) INTERNATIONAL CORP	122,122	.33
AMERICAN NATL BK & TR CO/CHICAGO (122122)		
47 WESTERN BANCORPORATION<	120,602	.33
48 CAMPBELL ADVISORS INC	116,500	.32
49 IRVING BANK CORP	114,891	.31
50 REPUBLIC OF TEXAS CORP<	113,366	.31
51 LEHMAN BROTHERS KUHN LOEB INC	111,000	.30
LEHMAN MANAGEMENT CO INC* (111000)		
52 UNITED STATES FIDELITY & GUARANTY CO	108,500	.30
U S FID & GUAR INSUR COS-COMBINED (108500)		
53 EATON & HOWARD VANCE SANDERS INC	107,551	.29
EATON & HOWARD VANCE/FDS-COMB (107551)		
54 MINNESOTA STATE BOARD OF INVESTMENT	102,236G	.28
55 ILLINOIS STATE TEACHERS RETIR SYSTEM	100,000J	.27
56 FORSTMANN-LEFF ASSOCIATES	99,900	.27
57 BOATMENS BANKSHARES INC	98,773	.27
58 NEW YORK STATE COMMON RETIREMENT FUND	96,674H	.26
59 METROPOLITAN LIFE INSURANCE CO	95,340H	.26
60 SECURITY NEW YORK STATE CORP	88,043J	.24
61 UNITED VIRGINIA BANKSHARES INC	84,713	.23
62 JOHN HANCOCK MUTUAL LIFE INSUR CO	84,000	.23
JOHN HANCOCK/FUNDS-COMBINED (84000)		
63 BULLOCK (CALVIN) LTD*	81,000	.22
64 TEMPLETON (JOHN M) FAMILY INTERESTS	80,000	.22
TEMPLETON INVEST CNSL LTD* (CAN) (80000)		
65 FIRST INTERNATIONAL BANCSHARES INC	76,800	.21
66 MARINE BANCORP INC	76,029	.21
TOTALS	20,884,919	58.00%

TOP 5 CONTROL 14.72% OF STOCK TOP 15 CONTROL 31.56% OF STOCK
TOP 10 CONTROL 24.42% OF STOCK TOP 20 CONTROL 37.20% OF STOCK

MOORE MCCORMACK RESOURCES

(SHARES O/S: 5,705,000)

Principal Stockholders	Shares	%
1 NEUBERGER & BERMAN+	257,575	4.51
NEUBERGER & BER MNGT/FDS-COMBINED (257575)		
2 DUPONT FAMILY INTERESTS	234,100	4.10
DU PONT (E I) DE NEMOURS & CO INC (234100)		
3 LEHMAN BROTHERS KUHN LOEB INC (28900)	228,900	4.01
LEHMAN MANAGEMENT CO INC* (200000)		
4 MORGAN (J P) & CO INC<	219,000	3.83
5 REICH & TANG INC	179,100	3.13
6 BARKER, JAMES R#	142,813J	2.50
7 MANUFACTURERS HANOVER CORP<	122,552	2.14
8 O'BRIEN, ROBERT E#	113,768J	1.99
9 ROULSTON & CO INC	113,325	1.98
10 CHASE MANHATTAN CORP	111,150	1.94
MOORE MCCORMACK ESOP-780 PCTS (90500)		
11 AETNA LIFE & CASUALTY CO	98,000H	1.71
AETNA INSUR COS/FDS-COMBINED (98000)		
12 CHEMICAL NEW YORK CORP	89,850	1.57
13 MASSACHUSETTS FINANCIAL SERVICES INC*	85,000	1.48
14 TRW INC	72,500	1.27
TRW INVESTMENT MANAGEMENT (72500)		
15 PITCAIRN FAMILY INTERESTS	70,000	1.22
PITCAIRN CO (70000)		

MOORE MCCORMACK RESOURCES - CONTINUED

Principal Stockholders	Shares	%
16 PITTSBURGH NATIONAL CORP	65,300	1.14
17 TREGURTHA, PAUL R#	64,243J	1.12
18 AMERITRUST CO	57,915	1.01
19 SHERWIN, JOHN#	53,500J	.93
20 HOYT, ELTON 3RD#	41,781J	.73
21 NEW YORK STATE COMMON RETIREMENT FUND	40,000H	.70
22 FIRST CHICAGO CORP<	39,400	.69
23 NATIONAL CITY CORP	39,000	.68
24 HEINE SECURITIES CORP	37,500	.65
25 MCINNES, ROBERT#	37,281J	.65
26 FMR CORP	35,000	.61
FIDELITY MNGT & RESEARCH CO* (35000)		
27 MARSH & MCLENNAN COS INC<	28,000	.49
EBERSTADT ASSET MNGT/FDS-COMBINED (28000)		
28 PAINE WEBBER INC	19,200	.33
29 YALE UNIVERSITY	18,750F	.32
30 CBT CORP	15,100	.26
31 FIRST NATIONAL BK OF ALLENTOWN	14,200	.24
TOTALS	2,743,803	48.09%

TOP 5 CONTROL 19.60% OF STOCK TOP 15 CONTROL 37.46% OF STOCK
TOP 10 CONTROL 30.18% OF STOCK TOP 20 CONTROL 42.42% OF STOCK

MORTON-NORWICH PRODUCTS

(SHARES O/S: 13,467,000)

Principal Stockholders	Shares	%
1 RHONE-POULENC PRICEL GROUP (FRANCE)	2,755,000	20.45
2 NORTHERN TRUST CORP	609,561	4.52
3 NATIONAL BANK & TRUST CO OF NORWICH (NY)	542,167	4.02
4 MANUFACTURERS HANOVER CORP<	309,713	2.29
5 SELIGMAN (J & W) & CO+	300,000	2.22
SELIGMAN/FUNDS-COMBINED (300000)		
6 MASSACHUSETTS MUTUAL LIFE INSUR CO	275,400	2.04
MASS MUTUAL INSUR CO/FUNDS-COMB (275400)		
7 BETHLEHEM STEEL CORP	252,800	1.87
BETHLEHEM STEEL CORP PENSION PL (252800)		
8 PIEDMONT MANAGEMENT CO INC<	238,280	1.76
LEXINGTON MANAGEMENT CORP* (238280)		
9 AETNA LIFE & CASUALTY CO	191,300	1.42
AETNA INSUR COS/FDS-COMBINED (191300)		
10 LORD ABBETT & CO*	173,000	1.28
11 I N C O LTD (CANADA)	153,600	1.14
I N C O CAPITAL MANAGEMENT INC (153600)		
12 KING, GARFIELD & FAMILY#	144,610	1.07
13 MORGAN (J P) & CO INC<	141,000	1.04
14 GENERAL ELECTRIC CO	140,000	1.03
GENERAL ELECTRIC PENSION TRUST (140000)		
15 CAPITAL GROUP INC	132,200	.98
CAPITAL GUARDIAN TRUST CO (132200)		
16 OLD KENT FINANCIAL CORP	131,500	.97
17 MORTON ARBORETUM	122,777	.91
18 MIDLAND BANK GROUP< (ENGLAND)	121,800	.90
CROCKER NATIONAL CORP (121800)		
19 CHEMICAL NEW YORK CORP	114,550	.85
20 COOKE & BIELER INC	95,000	.70
21 SIMMONS, JOHN W & FAMILY#	85,000	.63
22 AMERICAN FAMILY INSURANCE GROUP	72,000H	.53
23 CITICORP<	70,000	.51
24 CORNELL UNIVERSITY	60,000	.44
25 COLONIAL BANCORP INC (CONN)	59,700	.44
26 AMERITRUST CO	55,340	.41
27 NEW YORK STATE COMMON RETIREMENT FUND	52,800H	.39
28 BAYBANKS INC	51,684	.38
29 ALLENDALE GROUP<	50,000	.37
ALLENDALE INSUR COS-COMBINED (50000)		
30 NIAGARA SHARE CORP	50,000	.37
31 BENGERT, GEORGE W & FAMILY#	46,991G	.34
32 CITYTRUST BANCORP INC	45,410	.33
33 NORTHWEST BANCORPORATION<	40,742	.30
NORTHWESTERN NATL BK MINNEAPOLIS (40742)		
34 CONTINENTAL INVESTMENT CORP<	35,900	.26
WADDELL & REED FDS-COMBINED (35900)		
35 COLUMBIA MANAGEMENT CO*	35,000	.25
36 TISCH FAMILY GROUP	34,000	.25
CNA INSUR COS/FDS-COMBINED (34000)		
37 STEIN ROE & FARNHAM*	30,500	.22
MORTON-NORWICH - CONTINUED		
38 EATON FINANCIAL SERVICES LTD (CANADA)	30,000	.22
EATON FUND MANAGEMENT LTD*		
EATON BAY FUNDS-COMBINED (30000)		
39 CHUBB CORP<	30,000H	.22
CHUBB INSUR COS-COMBINED (30000)		
40 NEUBERGER & BERMAN+	29,900	.22
NEUBERGER & BER MNGT/FDS-COMBINED (29900)		
41 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	29,700	.22
BANK OF CALIFORNIA NA (29700)		
42 STATE STREET BOSTON CORP	28,680	.21
TOTALS	7,967,625	59.16%

TOP 5 CONTROL 33.53% OF STOCK TOP 15 CONTROL 47.21% OF STOCK
TOP 10 CONTROL 41.93% OF STOCK TOP 20 CONTROL 51.56% OF STOCK

MOTOROLA

(SHARES O/S: 31,134,000)

Principal Stockholders	Shares	%
1 GALVIN, ROBERT W & FAMILY#	2,965,876J	9.52
2 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,367,100	4.39
3 HARRIS BANKCORP INC	1,336,000	4.29
4 PRUDENTIAL INSURANCE CO OF AM	1,309,600	4.20
PRUDENTIAL INSUR COS/FUNDS-COMB (1309600)		
5 NATIONAL DETROIT CORP	1,175,032	3.77
6 MORGAN (J P) & CO INC<	1,098,000	3.52
7 NORTHERN TRUST CORP	894,306	2.87
MOTOROLA EMPS SAV & PROF SHAR PL (545808)		
8 SELIGMAN (J & W) & CO+	600,000	1.92
SELIGMAN/FUNDS-COMBINED (600000)		
9 GENERAL ELECTRIC CO	552,800	1.77
ELFUN TRUSTS (65000)		
GENERAL ELECTRIC PENSION TRUST (487800)		
10 BANKAMERICA CORP<	461,239	1.48
11 CITICORP<	456,686	1.46
12 CONNECTICUT GENERAL INSURANCE CORP	456,600	1.46
CONN GENL INSUR COS/FDS-COMBINED (456600)		
13 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	438,000	1.40
14 DODGE & COX INC*	364,911	1.17
15 SCUDDER STEVENS & CLARK CO*	360,014	1.15
16 DONALDSON LUFKIN & JENRETTE INC<	355,950	1.14
17 SEARS ROEBUCK & CO	331,000	1.06
ALLSTATE INSUR COS/FDS-COMBINED (331000)		
18 MANUFACTURERS HANOVER CORP< (63800)	323,858	1.04
EDIE (LIONEL D) & CO INC (260058)		
19 CONTINENTAL ILLINOIS CORP	269,342	.86
20 CHEMICAL NEW YORK CORP	252,806	.81
21 SCHRODERS LTD< (ENGLAND)	230,585	.74
SCHRODER MNGR/FUNDS-COMBINED (230585)		
22 STEIN ROE & FARNHAM*	218,410	.70
23 TRUST CO OF THE WEST	214,300	.68
T C W ASSET MANAGEMENT CO (214300)		
24 PROVIDENT NATIONAL CORP<	208,460	.66
25 MILLER ANDERSON & SHERRERD	202,100	.64
26 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	200,000	.64
27 SMITH, MARK C	177,000D	.56
28 BROWN BROS HARRIMAN & CO	175,000	.56
29 CAPITAL GROUP INC	170,000	.54
CAPITAL RES & MNGT/FUNDS-COMBINED (170000)		
30 THORDIKE DORAN PAINE & LEWIS	167,800	.53
THORNDIKE-WELLINGTON FUNDS-COMB (167800)		
31 MARYLAND STATE RETIREMENT SYSTEMS	164,660	.52
32 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	161,500G	.51
33 NEW JERSEY DIVISION OF INVESTMENTS	160,000J	.51
34 ROCKEFELLER FAMILY INTERESTS	156,000J	.50
ROCKEFELLER FOUNDATION (156000)		
35 MASSACHUSETTS FINANCIAL SERVICES INC*	150,000	.48
36 LAZARD FRERES & CO	146,600	.47
37 UNITED STATES FIDELITY & GUARANTY CO	146,100	.46
U S FID & GUAR INSUR COS-COMBINED (146100)		
38 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	142,000	.45
39 ROBECO (HOLLAND)	138,000H	.44
40 WELLS FARGO & CO	122,800	.39
41 BRISTOL, JOHN W INTERESTS	121,810	.39
BRISTOL (JOHN W) & CO INC (121810)		
42 CHASE MANHATTAN CORP	120,027	.38
43 NEW YORK STATE TEACHERS RETIR FUND	119,900	.38

MOTOROLA - CONTINUED

	Stockholder	Shares	%
44	FMR CORP FMR/FUNDS-COMBINED (118800)	118,800	.38
45	GENERAL AMERICAN INVESTORS CO INC	118,100	.37
46	HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (117623)	117,623	.37
47	EQUITABLE LIFE ASSUR SOCIETY OF US	112,900	.36
48	GEORGIA STATE RETIREMENT SYSTEM	110,000	.35
49	METROPOLITAN LIFE INSURANCE CO	109,960H	.35
50	ROTHSCHILD (L F) UNTERBERG TOWBIN	109,000	.35
51	HIGGINS, JAMES S	101,250X	.32
52	TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (100000)	100,000	.32
53	HOWELL, JOHN G	99,800D	.32
54	SECURITY NEW YORK STATE CORP	97,839J	.31
55	TRAVELERS CORP< TRAVELERS/KEYSTONE FUNDS-COMBINED (96300)	96,300	.30
56	NEUBERGER & BERMAN+ NEUBERGER & BER MNGT/FDS-COMBINED (93950)	93,950	.30
57	WESTERN BANCORPORATION<	91,675	.29
58	NATIONWIDE MUTUAL INSUR CO NATIONWIDE INSUR COS/FUNDS-COMB (88900)	88,900H	.28
59	NEW YORK CITY COMPTROLLER'S OFFICE	88,316	.28
60	STATE MTL LIFE ASSUR CO OF AMERICA STATE MTL LIFE INSUR/FDS-COMBINED (87750)	87,750	.28
61	CAMPBELL ADVISORS INC	85,200	.27
62	FARMERS GROUP INC< FARMERS GROUP INSUR COS-COMBINED (81000)	81,000	.26
63	STARR (C V)-AMERICAN INTERNATIONAL GROUP< AM INTERNL INSUR COS-COMBINED (80000)	80,000	.25
64	OHIO STATE TEACHERS RET SYSTEM	80,000	.25
65	PITTSBURGH NATIONAL CORP	79,906	.25
66	PACIFIC MUTUAL LIFE INSURANCE CO	77,500	.24
67	WACHOVIA CORP	73,666	.23
68	NEW ENGLAND MUTUAL LIFE INSUR CO LOOMIS-SAYLES MNGR/FUNDS-COMBINED (70570)	70,570	.22
69	BANKERS TRUST NEW YORK CORP	68,090	.21
70	FIDUCIARY TRUST CO (BOSTON)	67,674	.21
71	BATTERYMARCH FINANCIAL MNGT CORP	63,900	.20
72	KENTUCKY TEACHERS RETIREMEN SYSTEM	63,000	.20
73	ILLINOIS MUNICIPAL RETIREMENT FUND	60,000	.19
74	ILLINOIS STATE TEACHERS RETIR SYSTEM	60,000J	.19
75	DETROIT RETIREMENT SYSTEM	60,000J	.19
	TOTALS	21,994,841	70.64%

TOP 5 CONTROL 26.18% OF STOCK TOP 15 CONTROL 44.44% OF STOCK
TOP 10 CONTROL 37.77% OF STOCK TOP 20 CONTROL 49.36% OF STOCK

MURPHY OIL

(SHARES O/S: 37,275,000)

	Stockholder	Shares	%
1	MURPHY FAMILY INTERESTS# MURPHY, CHARLES H JR (5184168) MURPHY, MICHAEL W (477480) NOLAN, WILLIAM C (871308) NOLAN, WILLIAM C JR (756741) KELLER, CHRISTOPH JR (1184139) DEMING, JOHN W (1616799) OTHER MURPHY FAMILY MEMBERS (4073865)	14,164,500J	38.00
2	FIRST BANK SYSTEM INC	1,941,441	5.20
3	SAROFIM (FAYEZ) & CO	1,774,987	4.76
4	FIRST UNION BANCORP	1,682,072	4.51
5	STEIN ROE & FARNHAM*	1,148,097	3.08
6	MIDLAND BANK GROUP< (ENGLAND) CROCKER NATIONAL CORP (571020)	571,020	1.53
7	HART, H RODES & FAMILY#	557,559J	1.49
8	MORGAN (J P) & CO INC<	385,000	1.03
9	EQUITABLE LIFE ASSUR SOCIETY OF US	341,100	.91
10	KIRBY FAMILY GROUP-ALLEGHANY CORP< ALLEGHANY CORP (188000) INVESTORS DIVERSIFIED SER INC* IDS FUNDS-COMBINED (117700)	305,700	.82
11	ISHIYAMA, GEORGE S#	300,000J	.80
12	MERCANTILE BANKSHARES CORP<	280,100	.75
13	CONTINENTAL ILLINOIS CORP	273,000	.73
14	FIRST NATIONAL BOSTON CORP	269,210	.72
15	ROWE PRICE (T) & ASSOCIATES INC*	220,800	.59
16	ROSENBERG CAPITAL MANAGEMENT	201,195	.53

MURPHY OIL - CONTINUED

	Stockholder	Shares	%
17	CONTINENTAL INVESTMENT CORP< WADDELL & REED FDS-COMBINED (200000)	200,000	.53
18	NEW ENGLAND MUTUAL LIFE INSUR CO LOOMIS-SAYLES MNGR/FUNDS-COMBINED (169975)	169,975	.45
19	ROTHSCHILD (L F) UNTERBERG TOWBIN	168,000	.45
20	CENTRAL SECURITIES CORP	167,107	.44
21	CONTINENTAL GROUP INC< CONTINENTAL FINL SERVICES CO (165000)	165,000	.44
22	ILLINOIS STATE BOARD OF INVESTMENT	150,000J	.40
23	SECURITY BENEFIT LIFE INSURANCE CO SECURITY MANAGEMENT CO INC* (145000)	145,000	.38
24	WESTERN BANCORPORATION<	131,050	.35
25	EXXON CORP	129,000	.34
26	TULANE UNIVERSITY	126,495G	.33
27	OREGON PUBLIC EMPLOYEES RETIR SYSTEM	125,000	.33
28	AETNA LIFE & CASUALTY CO AETNA INSUR COS/FDS-COMBINED (123700)	123,700	.33
29	SCUDDER STEVENS & CLARK CO*	120,000	.32
30	WEISS PECK & GREER*	118,100	.31
31	CITICORP<	112,740	.30
32	HARRIS ASSOCIATES INC*	110,428	.29
33	ADAMS EXPRESS CO	105,000	.28
34	MADISON FUND INC	100,000	.26
35	SEARS ROEBUCK & CO SEARS INVEST MNGT-PEN & SAVING PLS (98200)	98,200	.26
36	WELLS FARGO & CO	94,090	.25
37	NORTHWESTERN MUTUAL LIFE INSUR CO	90,000	.24
38	NEUBERGER & BERMAN+ NEUBERGER & BER MNGT/FDS-COMBINED (89805)	89,805	.24
39	MANUFACTURERS LIFE INSUR CO (CANADA)	83,000	.22
40	MANUFACTURERS HANOVER CORP< EDIE (LIONEL D) & CO INC (80800)	80,800	.21
41	OHIO CASUALTY CORP< OHIO CASUALTY INSUR COS-COMBINED (78700)	78,700	.21
42	ROYAL TRUST CO (CANADA) ROYAL TRUST FDS-COMBINED (75000)	75,000	.20
43	FRANKLIN RESOURCES INC< * FRANKLIN RESEARCH INC* FRANKLIN FUNDS-COMBINED (75000)	75,000	.20
	TOTALS	27,646,971	74.17%

TOP 5 CONTROL 55.56% OF STOCK TOP 15 CONTROL 64.96% OF STOCK
TOP 10 CONTROL 61.35% OF STOCK TOP 20 CONTROL 67.39% OF STOCK

NABISCO

(SHARES O/S: 32,200,000)

	Stockholder	Shares	%
1	HORIZON BANCORP (N J) NABISCO EMP ST PUR PL/10500 PCT (2435766)	2,435,766	7.56
2	ROSENHAUS, MATTHEW B FAMILY & ASSOC#	1,447,994J	4.49
3	WISCONSIN INVESTMENT BOARD	1,066,300	3.31
4	ROWE PRICE (T) & ASSOCIATES INC*	860,840	2.67
5	AMERITRUST CO	498,059	1.54
6	LEVINSON, MORRIS L & FAMILY#	424,046	1.31
7	OPPENHEIMER HOLDINGS INC+	367,300	1.14
8	FIRST MANHATTAN CO	291,660	.90
9	THORDIKE DORAN PAINE & LEWIS THORNDIKE-WELLINGTON FUNDS-COMB (261484)	261,484	.81
10	INTERNATIONAL TELEPHONE & TELEGRAPH CORP< HARTFORD FIRE INSUR COS-COMBINED (256800)	256,800H	.79
11	WELCH, JAMES O & FAMILY#	255,892J	.79
12	GEICO CORP	212,300	.65
13	TRAVELERS CORP< TRAVELERS/KEYSTONE FUNDS-COMBINED (203800)	203,800	.63
14	ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND) BANK OF CALIFORNIA NA (203536)	203,536	.63
15	NATIONAL SECURITIES & RESEARCH CORP*	202,000	.62
16	WALL PATTERSON MCGREW & RICHARDS INC	191,411	.59
17	TEXAS STATE EMPLOYEES RETIREMENT SYSTEM	190,600	.59
18	WRIGHT INVESTORS' SERVICE	185,300	.57
19	METROPOLITAN LIFE INSURANCE CO	178,600H	.55
20	NATIONAL LIFE INSURANCE CO NATL INSUR COS & SENTINEL FDS (170000)	170,000	.52
21	MORGAN (J P) & CO INC<	167,000	.51
22	FIRST ATLANTA CORP	165,078	.51
23	MARINE BANCORP INC	152,618	.47
24	ILLINOIS STATE TEACHERS RETIR SYSTEM	150,000J	.46

NABISCO - CONTINUED

Principal Stockholders	Shares	%
25 FIRST CHICAGO CORP<	147,520	.45
26 SELIGMAN (J & W) & CO+	142,000	.44
SELIGMAN/FUNDS-COMBINED (142000)		
27 HARTFORD NATIONAL CORP	141,421	.43
28 WELLS FARGO & CO	141,169	.43
29 TISCH FAMILY GROUP	132,600	.41
CNA INSUR COS/FDS-COMBINED (132600)		
30 STATE STREET BOSTON CORP	126,945	.39
31 LYKES FAMILY INTERESTS	123,610	.38
FIRST NATIONAL BK IN PALM BEACH (123610)		
32 BANKERS TRUST NEW YORK CORP	122,030	.37
33 YOUNG MENS CHRISTIAN ASSOC RETIR FUND	115,300	.35
34 CITICORP<	112,590	.34
35 FIRST WISCONSIN CORP	105,674	.32
36 DREYFUS CORP*	102,800	.31
37 BATTERYMARCH FINANCIAL MNGT CORP	102,700	.31
38 BERNHARD (ARNOLD) & CO INC*	99,200	.30
VALUE LINE MNGR/FUNDS-COMBINED (99200)		
39 UNION NATIONAL BK OF PITTSBURGH	95,500	.29
40 HELLER (WALTER E) INTERNATIONAL CORP	95,300	.29
AMERICAN NATL BK & TR CO/CHICAGO (95300)		
41 TEXAS TEACHERS RETIR SYSTEM	89,000	.27
42 PROVIDENT NATIONAL CORP<	86,598	.26
43 MARYLAND NATIONAL CORP	83,520	.25
REDWOOD CAPITAL MNGT INC (83520)		
44 FARMERS GROUP INC<	82,600	.25
FARMERS GROUP INSUR COS-COMBINED (82600)		
45 AXE (E W) & CO INC*	73,950	.22
AXE-HOUGHTON FUNDS-COMBINED (73950)		
46 WACHOVIA CORP	70,394	.21
47 COLONIAL BANCORP INC (CONN)	66,575	.20
TOTALS	12,997,380	40.36%

TOP 5 CONTROL 19.59% OF STOCK   TOP 15 CONTROL 27.91% OF STOCK
TOP 10 CONTROL 24.56% OF STOCK   TOP 20 CONTROL 30.75% OF STOCK

NALCO CHEMICAL

(SHARES O/S: 19,877,000)

Principal Stockholders	Shares	%
1 CONTINENTAL ILLINOIS CORP	2,042,636	10.27
NALCO PROF SHARING ST PL-2555 (1279866)		
2 MARSH & MCLENNAN COS INC<	1,027,400	5.16
EBERSTADT ASSET MNGT/FDS-COMBINED (1027400)		
3 MELLON NATIONAL CORP	962,313	4.84
4 BABSON (DAVID L) & CO INC* (701113)	836,113	4.20
JONES & BABSON INC		
BABSON MNGR/FUNDS-COMBINED (135000)		
5 KIRBY FAMILY GROUP-ALLEGHANY CORP<	711,800	3.58
ALLEGHANY CORP (95000)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (616800)		
6 STATE FARM MUTL AUTOMOBILE INSUR CO	658,400H	3.31
STATE FARM INVESTMENT MNGT CORP* (107000)		
STATE FARM INSUR COS-COMBINED (551400)		
7 STRALEM & CO INC	562,100	2.82
8 NEUBERGER & BERMAN+	539,450	2.71
NEUBERGER & BER MNGT/FDS-COMBINED (539450)		
9 CAPITAL GROUP INC	424,400	2.13
CAPITAL GUARDIAN TRUST CO (48400)		
CAPITAL RES & MNGT/FUNDS-COMBINED (376000)		
10 DODGE & COX INC*	374,680	1.88
11 CHEMICAL NEW YORK CORP	359,939	1.81
12 NORTHERN TRUST CORP	347,711	1.74
13 GENERAL ELECTRIC CO	300,000	1.50
GENERAL ELECTRIC PENSION TRUST (300000)		
14 UNITED STATES STEEL CORP	284,100	1.42
US STEEL & CARNEGIE PENSION TR (284100)		
15 CHASE MANHATTAN CORP	254,471	1.28
16 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	250,000	1.25
17 LEHMAN BROTHERS KUHN LOEB INC	250,000	1.25
LEHMAN MANAGEMENT CO INC* (250000)		
18 EATON & HOWARD VANCE SANDERS INC	249,315	1.25
EATON & HOWARD VANCE/FDS-COMB (249315)		
19 SEARS ROEBUCK & CO	233,200	1.17
ALLSTATE INSUR COS/FDS-COMBINED (233200)		
20 NORTHWEST BANCORPORATION<	224,158	1.12
NORTHWESTERN NATL BK MINNEAPOLIS (224158)		
NALCO CHEMICAL - CONTINUED		
21 LINCOLN CAPITAL MANAGEMENT CO	208,200	1.04
22 DONALDSON LUFKIN & JENRETTE INC<	206,800	1.04
23 NEW YORK CITY COMPTROLLER'S OFFICE	205,800	1.03
24 AETNA LIFE & CASUALTY CO	138,900H	.69
AETNA INSUR COS/FDS-COMBINED (138900)		
25 LINCOLN NATIONAL CORP<	118,210	.59
LINCOLN NATL INSUR/FDS-COMBINED (118210)		
26 FIDUCIARY TRUST CO OF NEW YORK	111,590	.56
FIDUCIARY TRUST/FUNDS-COMBINED (111590)		
27 CBT CORP	110,003	.55
28 GENERAL REINSURANCE CORP	104,400	.52
29 SWISS REINSURANCE CO (SWITZERLAND)	103,500	.52
30 HARTFORD NATIONAL CORP	94,400	.47
31 FIRST CHICAGO CORP<	91,755	.46
32 FMR CORP	90,000	45
FIDELITY MNGT & RESEARCH CO* (90000)		
33 DOW CHEMICAL CORP	90,000	.45
34 NEW ENGLAND MUTUAL LIFE INSUR CO	88,320	.44
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (88320)		
35 CONNECTICUT STATE TRUST FUND	87,000J	43
36 COLUMBIA UNIVERSITY	83,700	.42
37 U S TRUST CORP	80,979	40
38 WARBURG (E M) PINCUS & CO INC	70,700	.35
EMW COUNSELLORS INC (70700)		
39 ILLINOIS STATE TEACHERS RETIR SYSTEM	65,000J	.32
40 LORING (AUGUSTUS P)	57,235	.28
41 ESSEX INVESTMENT MANAGEMENT CO INC	55,800	28
42 CHICAGO, UNIVERSITY OF	55,750	.28
43 COOLIDGE, LAWRENCE	54,420	.27
44 CUMBERLAND ASSOCIATES	53,100	.26
45 PITTSBURGH NATIONAL CORP	50,575	.25
46 MARINE BANCORP INC	50,300	.25
47 NIAGARA SHARE CORP	50,000	.25
48 F & C MANAGEMENT LTD (ENGLAND)	50,000J	.25
49 EMPLOYERS MUTAL LIABILITY INSUR CO-WISCONSIN	50,000	.25
50 POWERS, ROBERT THROOP#	49,407J	.24
51 INDIANA NATIONAL CORP	48,200	.24
52 HARRIS BANKCORP INC	45,000	.22
53 WRIGHT INVESTORS' SERVICE	42,000	.21
54 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	40,900	.20
BANK OF CALIFORNIA NA (40900)		
55 WESTERN BANCORPORATION<	39,819	.20
TOTALS	12,833,949	69.59%

TOP 5 CONTROL 28.07% OF STOCK   TOP 15 CONTROL 48.72% OF STOCK
TOP 10 CONTROL 40.94% OF STOCK   TOP 20 CONTROL 54.79% OF STOCK

NASHUA CORP

(SHARES O/S: 4,646,000)

Principal Stockholders	Shares	%
1 POSNER FAMILY INTERESTS	476,100	10.24
SHARON STEEL CORP (476100)		
2 CHASE MANHATTAN CORP	249,000	5.35
3 SHEARSON LOEB RHOADES INC<	181,573	3.90
BOSTON CO INC (181573)		
4 CARTER, RICHARD E FAMILY INTERESTS#	151,613	3.26
CARTER, RICHARD E & FAMILY (64395)		
CARTER, WINTHROP L (86218)		
HOPPIN, CHARLES S & FAMILY (1000)		
5 THORDIKE DORAN PAINE & LEWIS	151,500	3.26
THORNDIKE-WELLINGTON FUNDS-COMB (151500)		
6 AMERICAN EXPRESS CO<	125,000	2.69
AMERICAN EXP INSUR COS-COMBINED (125000)		
7 GATES RUBBER CO<	118,000	2.53
FINANCIAL PROGRAMS INC* (118000)		
8 FMR CORP	73,300	1.57
FIDELITY MNGT & RESEARCH CO* (12000)		
FMR/FUNDS-COMBINED (61300)		
9 FIRST NORTHWESTERN TRUST CO OF NEB	73,298	1.57
10 MASSACHUSETTS FINANCIAL SERVICES INC*	60,000	1.29
11 PROVIDENT NATIONAL CORP<	58,046	1.24
12 FOURTH FINANCIAL CORP	52,539	1.13
13 PESCATELLO, MICHAEL & CO INC	50,000	1.07
14 DELAWARE MANAGEMENT CO INC*	48,900	1.05
15 MIDLANTIC BANKS INC	38,800	.83
16 SAFECO CORP<	38,000	.81
SAFECO INSUR COS & FDS-COMBINED (38000)		

NASHUA - CONTINUED

Principal Stockholders	Shares	%
17 NEW ENGLAND MERCHANTS CO INC	32,785	.70
18 NEUBERGER & BERMAN+	30,000	.64
NEUBERGER & BER MNGT/FDS-COMBINED (30000)		
19 FIRST BANK SYSTEM INC	27,700	.59
20 IRVING BANK CORP	25,000	.53
21 MACKAY-SHIELDS FINANCIAL CORP	23,367	.50
22 CONWAY, WILLIAM E#	21,175	.45
23 CLOUGH, CHARLES E & FAMILY#	16,122	.34
TOTALS	2,121,818	45.66%

TOP 5 CONTROL 26.03% OF STOCK TOP 15 CONTROL 41.06% OF STOCK
TOP 10 CONTROL 35.71% OF STOCK TOP 20 CONTROL 44.36% OF STOCK

NATIONAL CAN

(SHARES O/S 8,354,000)

Principal Stockholders	Shares	%
1 POSNER, VICTOR FAMILY INTERESTS	2,433,900	29.13
NVF CORP (2433900)		
2 TELEDYNE INC	1,319,400	15.79
TELEDYNE INSUR COS-COMBINED (1319400)		
3 NEUBERGER & BERMAN+	374,901	4.48
NEUBERGER & BER MNGT/FDS-COMBINED (374901)		
4 MORGAN (J P) & CO INC<	258,000	3.08
5 STUART, ROBERT & FAMILY#	187,459	2.24
6 THORDIKE DORAN PAINE & LEWIS	150,700	1.80
THORNDIKE-WELLINGTON FUNDS-COMB (150700)		
7 BATTERYMARCH FINANCIAL MNGT CORP	150,166	1.79
8 REPUBLIC OF TEXAS CORP<	147,570	1.76
9 FOSTER, JOHN MORRILL FAMILY	134,213	1.60
10 NEW YORK STATE COMMON RETIREMENT FUND	85,000H	1.01
11 HARRIS BANKCORP INC	54,000	.64
NATIONAL CAN SAV & PROF SHAR PL (36000)		
12 MARSHALL & ILSLEY CORP	52,000	.62
13 OPPENHEIMER HOLDINGS INC+	50,000	.59
OPPENHEIMER FUNDS-COMBINED (50000)		
14 AMERICAN GENERAL INSURANCE CO<	50,000	.59
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (50000)		
15 CONSIDINE, FRANK W#	43,154	.51
16 HELLER (WALTER E) INTERNATIONAL CORP	41,530	.49
AMERICAN NATL BK & TR CO/CHICAGO (41530)		
17 BOARD, ROBERT R#	41,422	.49
18 HILL SAMUEL GROUP LTD<	39,000	.46
HILL SAMUEL UNIT TRUST MANAGER LTD (39000)		
19 WELLS FARGO & CO	33,400	.39
20 WESTERN BANCORPORATION<	30,458	.36
21 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	29,600	.35
22 GLICKENHAUS & CO	20,800	.24
23 DREYFUS CORP*	20,000	.23
TOTALS	5,746,673	68.78%

TOP 5 CONTROL 54.74% OF STOCK TOP 15 CONTROL 65.72% OF STOCK
TOP 10 CONTROL 62.74% OF STOCK TOP 20 CONTROL 67.94% OF STOCK

NATIONAL DISTILLERS & CHEM

(SHARES O/S 31,268,000)

Principal Stockholders	Shares	%
1 PANHANDLE EASTERN CORP	3,000,000J	9.59
2 DELAWARE MANAGEMENT CO INC*	1,399,400	4.47
3 FMR CORP	712,200	2.27
FIDELITY MNGT & RESEARCH CO* (325000)		
FMR/FUNDS-COMBINED (387200)		
4 COOLING, WILLIAM P	497,736E	1.59
5 AMERICAN FLETCHER CORP<	266,530	.85
6 WELLS FARGO & CO	239,850	.76
7 FIRESTONE TIRE & RUBBER CO	220,100	.70
FIRESTONE TIRE & RUBBER PEN FUND (220100)		
8 HONG KONG & SHANGHAI BANKING CORP	189,516	.60
MARINE MIDLAND BANKS INC (189516)		
9 NATIONAL LIFE INSURANCE CO	181,000	.57
NATL INSUR COS & SENTINEL FDS (181000)		
10 GRUMME, FRED J	179,974E	.57
11 CONTINENTAL CORP<	145,000	.46
CONTINENTAL CORP/INSUR COS-COMB (145000)		
12 STATE MTL LIFE ASSUR CO OF AMERICA	126,000	.40
STATE MTL LIFE INSUR/FDS-COMBINED (126000)		
NATIONAL DISTILLERS & CHEM - CONTINUED		
13 LINCOLN NATIONAL CORP<	109,956	.35
LINCOLN NATL INSUR/FDS-COMBINED (109956)		
14 SMITH, JOHN BURNSIDE	104,470E	.33
15 INVESCO CAPITAL MNGT INC	100,000	.31
16 OWEN FAMILY INTERESTS#	95,900J	.30
OWEN, STEPHEN C (2000)		
SIROCCO CO (93900)		
17 NICOLAIS, MICHAEL A & AFFILIATES#	95,200J	.30
THE CLARK ESTATES, INC (92000)		
18 BANKERS TRUST NEW YORK CORP	93,530	.29
19 MORGAN (J P) & CO INC<	91,000	.29
20 BRUENNER, FREDERICK & ASSOCIATES#	89,239J	.28
JOHN E BIERWITH ESTATE (82868)		
UNNAMED TRUST (6132)		
21 HELLER (WALTER E) INTERNATIONAL CORP	87,200	.27
AMERICAN NATL BK & TR CO/CHICAGO (87200)		
22 CONTINENTAL GROUP INC<	84,000	.26
CONTINENTAL FINL SERVICES CO (84000)		
23 PHIPPS FAMILY INTERESTS	80,850	.25
BESSEMER TRUST CO NA (80850)		
24 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	79,000J	.25
25 TRAINER WORTHAM & CO	77,650	.24
26 BELL, D C#	77,424J	.24
27 CHEMICAL NEW YORK CORP	75,999	.24
28 MERRILL LYNCH & CO INC<	75,200	.24
MERRILL LYNCH ASSET MNGT CO INC* (75200)		
29 TISCH FAMILY GROUP	70,000	.22
CNA INSUR COS/FDS-COMBINED (70000)		
30 BATTERYMARCH FINANCIAL MNGT CORP	64,500	.20
TOTALS	8,708,424	27.85%

TOP 5 CONTROL 18.79% OF STOCK TOP 15 CONTROL 23.89% OF STOCK
TOP 10 CONTROL 22.02% OF STOCK TOP 20 CONTROL 25.38% OF STOCK

NATIONAL GYPSUM

(SHARES O/S 16,508,000)

Principal Stockholders	Shares	%
1 LOUSIANA-PACIFIC CORP	1,069,000	6.47
2 POSNER FAMILY INTERESTS	754,000	4.56
PENNSYLVANIA ENGINEERING (754000)		
3 HARRIS BANKCORP INC	435,000	2.63
4 CAPITAL GROUP INC	420,000	2.54
CAPITAL RES & MNGT/FUNDS-COMBINED (420000)		
5 FIRST NATIONAL BK OF ALLENTOWN	354,186	2.14
6 REPUBLIC OF TEXAS CORP<	236,119	1.43
7 CITY INVESTING CO<	200,000	1.21
HOME INSUR GROUP-COMBINED (200000)		
8 DELAWARE MANAGEMENT CO INC*	179,900	1.08
9 DREYFUS CORP*	165,600	1.00
10 MARSH & MCLENNAN COS INC<	155,000	.93
PUTNAM MNGT/FUNDS-COMBINED (155000)		
11 GULF & WESTERN INDUSTRIES INC<	150,000	.90
12 CHASE, K PAUL & FAMILY#	146,345J	.88
13 MANUFACTURERS HANOVER CORP<	140,250	.84
EDIE (LIONEL D) & CO INC (140250)		
14 STATE STREET BOSTON CORP	139,549	.84
15 METROPOLITAN LIFE INSURANCE CO	126,700H	.76
16 WASHINGTON NATIONAL CORP<	112,000H	.67
WASHINGTON NATIONAL INSUR CO (112000)		
17 MORGAN (J P) & CO INC<	107,000	.64
18 WELLS FARGO & CO	106,996	.64
19 WILKINS & NANOVIC ASSOCIATES	100,000	.60
20 PROVIDENT NATIONAL CORP<	88,593	.53
21 CELLA, CHARLES J FAMILY INTERESTS#	79,402J	.48
22 BATTERYMARCH FINANCIAL MNGT CORP	68,000	.41
23 AMERITRUST CO	54,722	.33
24 HILL SAMUEL GROUP LTD<	54,000	.32
HILL SAMUEL UNIT TRUST MANAGER LTD (54000)		
25 FORSTMANN-LEFF ASSOCIATES	48,100	.29
26 HELLER (WALTER E) INTERNATIONAL CORP	47,000	.28
AMERICAN NATL BK & TR CO/CHICAGO (47000)		
27 DREXEL BURNHAM LAMBERT GROUP INC	34,905J	.21
28 WERTHEIM & CO INC	34,300	.20
TOTALS	5,606,667	33.96%

NATIONAL GYPSUM - CONTINUED

TOP 5 CONTROL 18.36% OF STOCK TOP 15 CONTROL 28.29% OF STOCK
TOP 10 CONTROL 24.04% OF STOCK TOP 20 CONTROL 31.41% OF STOCK

NATIONAL SEMICONDUCTOR

(SHARES O/S 21,884,000)

Principal Stockholders	Shares	%
1 ROWE PRICE (T) & ASSOCIATES INC*	1,274,410	5.82
2 JENNISON ASSOCIATES CAPITAL CORP	1,169,200	5.34
3 MARSH & MCLENNAN COS INC<	1,047,000	4.78
PUTNAM MNGT/FUNDS-COMBINED (1047000)		
4 MORGAN (J P) & CO INC< (618000)	868,000	3.96
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (250000)		
5 FMR CORP	821,800	3.75
FIDELITY MNGT & RESEARCH CO* (180000)		
FMR/FUNDS-COMBINED (641800)		
6 CAPITAL GROUP INC	668,000	3.05
CAPITAL RES & MNGT/FUNDS-COMBINED (668000)		
7 KEMPER FAMILY GROUP	635,950	2.90
KEMPER INSUR COS/FDS-COMBINED (635950)		
8 STEIN ROE & FARNHAM*	595,400	2.72
9 CITICORP<	538,554	2.46
10 TIAA-CREF	515,850	2.35
COLLEGE RETIREMENT EQUITIES FUND (515850)		
11 DUPONT FAMILY INTERESTS	472,500	2.15
DU PONT (E I) DE NEMOURS & CO INC (472500)		
12 SPORCK, CHARLES E & FAMILY#	444,037	2.02
13 SEARS ROEBUCK & CO	416,600	1.90
SEARS INVEST MNGT-PEN & SAVING PLS (416600)		
14 REPUBLIC OF TEXAS CORP<	373,650	1.70
15 MILLER ANDERSON & SHERRERD	310,950	1.42
16 JOHN HANCOCK MUTUAL LIFE INSUR CO	263,300	1.20
JOHN HANCOCK/FUNDS-COMBINED (263300)		
17 MASSACHUSETTS FINANCIAL SERVICES INC*	250,000	1.14
18 TRAVELERS CORP<	244,700	1.11
TRAVELERS/KEYSTONE FUNDS-COMBINED (244700)		
19 SPRAGUE, PETER J & FAMILY#	208,798	.95
20 AMERICAN GENERAL INSURANCE CO<	200,000	.91
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (200000)		
21 WALL PATTERSON MCGREW & RICHARDS INC	182,369	.83
22 CONTINENTAL ILLINOIS CORP	178,600	.81
23 ATLANTA CAPITAL MNGT CORP	171,400	.78
24 BANKAMERICA CORP<	170,800	.78
25 CONNECTICUT STATE TRUST FUND	165,750J	.75
26 TRUST CO OF THE WEST	152,200	.69
T C W ASSET MANAGEMENT CO (152200)		
27 TRW INC	150,000	.68
TRW INVESTMENT MANAGEMENT (150000)		
28 MERRILL LYNCH & CO INC<	138,875	.63
MERRILL LYNCH ASSET MNGT CO INC* (138875)		
29 ALEXANDER & ALEXANDER SERVICES INC	131,100	.59
ALEXANDER & ALEXANDER SERVICES INC (131100)		
30 C M B INVESTMENT COUNSELORS	129,600	.59
31 MIDLAND BANK GROUP< (ENGLAND)	123,225	.56
CROCKER NATIONAL CORP (123225)		
32 KAPLAN, HARRY J	120,000	.54
33 MANUFACTURERS HANOVER CORP<	117,400	.53
EDIE (LIONEL D) & CO INC (117400)		
34 ROSENBERG CAPITAL MANAGEMENT	116,900	.53
35 NEW ENGLAND MUTUAL LIFE INSUR CO	116,700	.53
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (116700)		
36 CBT CORP	111,850	.51
37 DONALDSON LUFKIN & JENRETTE INC<	108,900	.49
38 STANFORD UNIVERSITY	105,495G	.48
39 ARIZONA STATE RETIREMENT SYSTEM	105,000J	.47
40 CONTINENTAL INVESTMENT CORP<	100,000	.45
WADDELL & REED FDS-COMBINED (100000)		
41 WELLS FARGO & CO	94,150	.43
42 BIALEK, FRED B#	89,500J	.40
43 BANKERS TRUST NEW YORK CORP	89,050	.40
44 NORTHWEST BANCORPORATION<	88,875	.40
NORTHWESTERN NATL BK MINNEAPOLIS (88875)		
45 HELLER (WALTER E) INTERNATIONAL CORP	84,257	.38
AMERICAN NATL BK & TR CO/CHICAGO (84257)		
46 BERNHARD (ARNOLD) & CO INC*	83,500	.38
VALUE LINE MNGR/FUNDS-COMBINED (83500)		
47 NORTHERN TRUST CORP	75,350	.34

NATIONAL SEMICONDUCTOR - CONTINUED

Principal Stockholders	Shares	%
48 FIRST INTERNATIONAL BANCSHARES INC	60,950	.27
49 AETNA LIFE & CASUALTY CO	52,700H	.24
AETNA INSUR COS/FDS-COMBINED (52700)		
50 WINTERS NATIONAL CORP	50,475	.23
51 FIRST PENNSYLVANIA CORP	49,350	.22
52 BRISTOL, JOHN W INTERESTS	46,475	.21
BRISTOL (JOHN W) & CO INC (46475)		
53 BESHAR, ROBERT & ASSOC#	45,420	.20
TOTALS	14,924,915	68.20%

TOP 5 CONTROL 23.67% OF STOCK TOP 15 CONTROL 46.38% OF STOCK
TOP 10 CONTROL 37.16% OF STOCK TOP 20 CONTROL 51.72% OF STOCK

NATIONAL SERVICE INDUSTRIES

(SHARES O/S: 12,751,000)

Principal Stockholders	Shares	%
1 ZABAN FAMILY & AFFILIATES#	1,196,802	9.38
ZABAN, ERWIN (573409)		
NATIONAL SERVICE FOUNDATION (9300)		
NATIONAL SERVICE INDUSTRIES GENL RETIREMENT FUND (137100)		
WEINSTEIN, MILTON N FAMILY & ASSOC (448304)		
KIRSCHNER, SIDNEY (18317)		
CREVISTON, ROBERT H (10372)		
2 OPPENHEIMER HOLDINGS INC+	519,000	4.07
3 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	350,266	2.74
4 REICH & TANG INC	312,100	2.44
5 BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	231,800	1.81
6 INVESCO CAPITAL MNGT INC	164,500	1.29
7 FIRST ATLANTA CORP	149,433	1.17
8 BOATMENS BANKSHARES INC	132,300	1.03
9 CHASE MANHATTAN CORP	132,000	1.03
10 TRUST CO OF GEORGIA	100,190	.78
11 AMERICAN FAMILY INSURANCE GROUP	96,900H	.75
12 ARIZONA STATE RETIREMENT SYSTEM	80,000J	.62
13 NORTHERN TRUST CORP	76,360	.59
14 WRIGHT INVESTORS' SERVICE	65,700	.51
15 FIRST UNION BANCORP	50,000	.39
16 DEERE & CO	44,800	.35
17 NATIONALE NEDERLANDEN (HOLLAND)	43,532H	.34
LIFE INSURANCE CO OF GEORGIA (43532)		
18 AETNA LIFE & CASUALTY CO	40,000H	.31
AETNA INSUR COS/FDS-COMBINED (40000)		
19 WACHOVIA CORP	36,659	.28
20 AMERICAN GENERAL INSURANCE CO<	35,100	.27
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (35100)		
21 BANK OF THE SOUTH	33,396	.26
22 N C N B CORP<	31,212	.24
23 QUEST ADVISORY CORP	25,800	.20
24 SOUTH CAROLINA NATL CORP	25,578	.20
TOTALS	3,973,428	31.16%

TOP 5 CONTROL 20.46% OF STOCK TOP 15 CONTROL 28.68% OF STOCK
TOP 10 CONTROL 25.78% OF STOCK TOP 20 CONTROL 30.25% OF STOCK

NATIONAL STEEL

(SHARES O/S 19,359,000)

Principal Stockholders	Shares	%
1 PITTSBURGH NATIONAL CORP	3,664,811	18.93
NATIONAL STEEL STOCK INVEST PL FOR SALARIED EMPS/7068 PCTS (3562747)		
2 HANNA MINING CO	1,100,000J	5.68
3 GULF & WESTERN INDUSTRIES INC<	980,200	5.06
4 BATTERYMARCH FINANCIAL MNGT CORP	970,700	5.01
5 CONTINENTAL CORP<	582,000	3.00
CONTINENTAL CORP/INSUR COS-COMB (582000)		
6 MELLON NATIONAL CORP	283,648	1.46
7 TORRAY, CLARK & CO INC	246,200	1.27
8 FALK, LEON JR#	213,120J	1.10
9 HUMPHREY, GILBERT W#	203,691E	1.05
10 LORD ABBETT & CO*	180,400	.93
11 CAPITAL GROUP INC	150,000	.77
CAPITAL RES & MNGT/FUNDS-COMBINED (150000)		
12 KORHUMEL, NEWTON F#	133,300E	.68
13 MC MORGAN & CO	107,500	.55

NATIONAL STEEL - CONTINUED

Principal Stockholders	Shares	%
14 NATIONAL LIFE INSURANCE CO	100,000	.51
NATL INSUR COS & SENTINEL FDS (100000)		
15 TEXAS PERMANENT SCHOOL FUND	95,100	.49
16 PIONEER GROUP INC	90,900	.46
PIONEERING MNGT/FUNDS-COMB		
17 STINSON, GEORGE A#	87,164J	.45
18 WASHINGTON DEPT OF RETIREMENT SYSTEMS	85,200	.44
19 WELLS FARGO & CO	82,004	.42
20 GUARDIAN LIFE INSUR CO OF AMERICA	75,000H	.38
21 HARRIS BANKCORP INC	73,000	.37
22 BANKERS TRUST NEW YORK CORP	60,360	.31
23 HELLER (WALTER E) INTERNATIONAL CORP	56,722	.29
AMERICAN NATL BK & TR CO/CHICAGO (56722)		
24 NATIONAL CITY CORP	55,000	.28
25 BOATMENS BANKSHARES INC	52,870	.27
26 THORDIKE DORAN PAINE & LEWIS	52,006	.26
THORNDIKE-WELLINGTON FUNDS-COMB (52006)		
27 PESCATELLO, MICHAEL & CO INC	50,000	.25
28 JOHN HANCOCK MUTUAL LIFE INSUR CO	45,600	.23
JOHN HANCOCK/FUNDS-COMBINED (45600)		
29 SUN LIFE ASSURANCE CO OF CANADA	45,200	.23
30 FENIGER, YALE M	43,750	.22
31 NEW YORK CITY COMPTROLLER'S OFFICE	42,800	.22
32 UNITED STATES STEEL CORP	41,900	.21
US STEEL & CARNEGIE PENSION TR (41900)		
33 BRUNDAGE STORY & ROSE	41,395	.21
34 MORGAN (J P) & CO INC<	41,000	.21
35 LOVE, HOWARD M#	39,526J	.20
TOTALS	10,172,067	52.54%

TOP 5 CONTROL 37.69% OF STOCK   TOP 15 CONTROL 46.54% OF STOCK
TOP 10 CONTROL 43.51% OF STOCK   TOP 20 CONTROL 48.71% OF STOCK

NCR CORP

(SHARES O/S 26,505,000)

Principal Stockholders	Shares	%
1 CAPITAL GROUP INC	1,504,400	5.67
CAPITAL GUARDIAN TRUST CO (659400)		
CAPITAL RES & MNGT/FUNDS-COMBINED (845000)		
2 KEMPER FAMILY GROUP	701,950	2.64
KEMPER INSUR COS/FDS-COMBINED (701950)		
3 DONALDSON LUFKIN & JENRETTE INC<	642,175	2.42
4 TIAA-CREF	606,100	2.28
COLLEGE RETIREMENT EQUITIES FUND (603100)		
5 NEW ENGLAND MUTUAL LIFE INSUR CO	551,139	2.07
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (551139)		
6 STATE STREET RESEARCH & MANAGEMENT CO*	531,900	2.00
7 MARSH & MCLENNAN COS INC<	525,600	1.98
PUTNAM MNGT/FUNDS-COMBINED (525600)		
8 CITICORP<	514,685	1.94
9 WINTERS NATIONAL CORP	465,475	1.75
NCR EMP TR DISTRIBUTION PL (404427)		
10 FIRST CHICAGO CORP<	395,021	1.49
11 BANKERS TRUST NEW YORK CORP	392,601	1.48
12 SEARS ROEBUCK & CO	388,480	1.46
SEARS INVEST MNGT-PEN & SAVING PLS (237800)		
ALLSTATE INSUR COS/FDS-COMBINED (150680)		
13 THORDIKE DORAN PAINE & LEWIS	369,345	1.39
THORNDIKE-WELLINGTON FUNDS-COMB (369345)		
14 AETNA LIFE & CASUALTY CO	328,370H	1.23
AETNA INSUR COS/FDS-COMBINED (328370)		
15 HEIZER, E F JR FAMILY INTERESTS	312,317E	1.17
HEIZER CORP (312317)		
16 MILLER ANDERSON & SHERRERD	267,550	1.00
17 FMR CORP	264,700	.99
FIDELITY MNGT & RESEARCH CO* (90400)		
FMR/FUNDS-COMBINED (174300)		
18 CONTINENTAL ILLINOIS CORP	262,619	.99
19 CHEMICAL NEW YORK CORP	260,498	.98
20 CENTURY CAPITAL ASSOCIATES	258,700	.97
21 MORGAN (J P) & CO INC< (166000)	252,000	.95
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (86000)		
22 LEHMAN BROTHERS KUHN LOEB INC	250,000	.94
LEHMAN MANAGEMENT CO INC* (250000)		
23 CONNECTICUT GENERAL INSURANCE CORP	228,000	.86
CONN GENL INSUR COS/FDS-COMBINED (228000)		
NCR - CONTINUED		
24 FORSTMANN-LEFF ASSOCIATES	219,400	.82
25 MERCANTILE BANCORPORATION INC	218,089	.82
26 ROTHSCHILD (L F) UNTERBERG TOWBIN	199,000	.75
27 REPUBLIC OF TEXAS CORP<	190,056	.71
28 SEIKMAN FAMILY INTERESTS	189,203E	.71
SEIKMAN, MARTHA BOYD (46194)		
BOYD, C S TRUST (143009)		
29 FIDUCIARY TRUST CO OF NEW YORK	185,067	.69
FIDUCIARY TRUST/FUNDS-COMBINED (185067)		
30 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	180,000J	.67
31 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	175,000	.66
32 YALE UNIVERSITY	165,900F	.62
33 NEW YORK STATE COMMON RETIREMENT FUND	160,000H	.60
34 UNITED STATES STEEL CORP	159,998	.60
US STEEL & CARNEGIE PENSION TR (159998)		
35 NEW YORK CITY COMPTROLLER'S OFFICE	151,500	.57
36 MARYLAND STATE RETIREMENT SYSTEMS	150,000	.56
37 MIDLAND BANK GROUP< (ENGLAND)	142,967	.53
CROCKER NATIONAL CORP (142967)		
38 KIRBY FAMILY GROUP-ALLEGHANY CORP<	137,100	.51
ALLEGHANY CORP (137100)		
39 WELLS FARGO & CO	121,062	.45
40 IRVING BANK CORP	117,305	.44
41 BJURMAN (GEORGE D) & ASSOCIATES	111,200	.41
42 DOW CHEMICAL CORP	107,400	.40
43 HERMAN, DONALD J#	102,342J	.38
44 WESTERN BANCORPORATION<	102,316	.38
45 FIRST UNION BANCORP	100,971	.38
46 NEW YORK LIFE INSURANCE CO	100,600	.37
47 HELLER (WALTER E) INTERNATIONAL CORP	99,115	.37
AMERICAN NATL BK & TR CO/CHICAGO (99115)		
48 COLUMBIA MANAGEMENT CO*	99,000	.37
49 ST PAUL COMPANIES INC<	90,000	.33
ST PAUL INSUR COS/FDS-COMBINED (90000)		
50 NORTHERN TRUST CORP	88,880	.33
51 JOHN HANCOCK MUTUAL LIFE INSUR CO	85,100	.32
JOHN HANCOCK/FUNDS-COMBINED (85100)		
52 EXXON CORP	84,700	.31
53 ROWE PRICE (T) & ASSOCIATES INC*	84,372	.31
54 SAFECO CORP<	81,500	.30
SAFECO INSUR COS & FDS-COMBINED (81500)		
55 ANDERSON, WILLIAM S#	80,500J	.30
56 ILLINOIS MUNICIPAL RETIREMENT FUND	80,000	.30
57 PRINCETON UNIVERSITY	78,500F	.29
58 PRUDENTIAL INSURANCE CO OF AM	77,303	.29
PRUDENTIAL INSUR COS/FUNDS-COMB (77303)		
59 CITY INVESTING CO<	76,600	.28
HOME INSUR GROUP-COMBINED (76600)		
60 INA CORP<	70,000	.26
INA INSUR COS/FDS-COMBINED (70000)		
61 TEXAS TEACHERS RETIR SYSTEM	67,700	.25
62 STANFORD UNIVERSITY	65,000G	.24
63 N C N B CORP<	64,040	.24
64 EXLEY, CHARLES E JR#	59,641J	.22
65 TEXAS COMMERCE BANCSHARES INC	57,431	.21
66 NORTHWESTERN MUTUAL LIFE INSUR CO	57,085	.21
67 WACHOVIA CORP	56,955	.21
68 EMPLOYERS MUTAL LIABILITY INSUR CO-WISCONSIN	55,000	.20
69 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	55,000	.20
70 HONG KONG & SHANGHAI BANKING CORP	54,517	.20
MARINE MIDLAND BANKS INC (54517)		
71 BATTERYMARCH FINANCIAL MNGT CORP	54,200	.20
72 NEW ENGLAND MERCHANTS CO INC	53,998	.20
TOTALS	15,636,238	58.99%

TOP 5 CONTROL 15.11% OF STOCK   TOP 15 CONTROL 31.04% OF STOCK
TOP 10 CONTROL 24.29% OF STOCK   TOP 20 CONTROL 36.00% OF STOCK

NEW YORK TIMES

●(SHARES O/S 12,008,000)

Principal Stockholders	Shares	%
1 SULZBERGER FAMILY INTERESTS#	4,548,995J	37.88
OCHS (ADOLPH S) TRUST (4445834)		
SULZBERGER, ARTHUR O & FAMILY (51972)		
HEISKELL, MARIAN S (20209)		
HOLMBERG, RUTH S & FAMILY (12466)		
LEVINSON, JUDITH S & FAMILY (9414)		
SULZBERGER FOUNDATION INC (9100)		
2 COWLES COMMUNICATIONS INC	2,600,000J	21.65
3 RELIANCE GROUP INC<	769,800H	6.41
RELIANCE INSUR COS-COMBINED (769800)		
4 DREYFUS CORP*	312,600	2.60
5 WEISS PECK & GREER*	227,730	1.89
6 MANNING & NAPIER ADVISORS INC	182,925	1.52
7 EQUITABLE LIFE ASSUR SOCIETY OF US	162,000	1.34
8 MARSHALL & ILSLEY CORP	148,600	1.23
9 PHIPPS FAMILY INTERESTS	131,000	1.09
BESSEMER TRUST CO NA (131000)		
10 ATLANTA CAPITOL CORP	120,000	.99
11 MELLON NATIONAL CORP	115,500	.96
12 CHEMICAL NEW YORK CORP	107,910	.89
13 MIDLAND BANK GROUP< (ENGLAND)	106,200	.88
CROCKER NATIONAL CORP (106200)		
14 AMERICAN GENERAL INSURANCE CO<	69,000	.57
AMERICAN GENL INSUR CO-COMBINED (69000)		
15 SHEARSON LOEB RHOADES INC<	62,400	.51
BOSTON CO INC (34500)		
BOSTON CO FUNDS-COMBINED (27900)		
16 NEUBERGER & BERMAN*	59,400	.49
NEUBERGER & BER MNGT/FDS-COMBINED (59400)		
17 ZOHN, ARNOLD#	53,534H	.44
18 FIDUCIARY TRUST CO OF NEW YORK	51,000	.42
FIDUCIARY TRUST/FUNDS-COMBINED (51000)		
19 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	50,300	.41
20 WESTERN BANCORPORATION<	50,300	.41
21 GRUSON, SIDNEY#	44,095J	.36
22 MATTSON, WALTER E#	41,568J	.34
23 CAPITAL GROUP INC	40,000	.33
CAPITAL RES & MNGT/FUNDS-COMBINED (40000)		
24 FIRST CHICAGO CORP<	25,000	.20
TOTALS	10,079,857	83.94%

TOP 5 CONTROL 70.44% OF STOCK TOP 15 CONTROL 80.48% OF STOCK
TOP 10 CONTROL 76.64% OF STOCK TOP 20 CONTROL 82.68% OF STOCK

NEWMONT MINING

(SHARES O/S 25,004,000)

Principal Stockholders	Shares	%
1 OPPENHEIMER, HARRY GROUP (SOUTH AFRICA)	2,110,000	8.43
CONSOLIDATED GOLD FIELDS LTD (2110000)		
2 CONTINENTAL CORP<	1,221,900	4.88
CONTINENTAL CORP/INSUR COS-COMB (1221900)		
3 ROWE PRICE (T) & ASSOCIATES INC*	832,373	3.32
4 STATE FARM MUTL AUTOMOBILE INSUR CO	828,100H	3.31
STATE FARM INVESTMENT MNGT CORP* (175000)		
STATE FARM INSUR COS-COMBINED (653100)		
5 MANUFACTURERS HANOVER CORP< (108316)	744,403	2.97
EDIE (LIONEL D) & CO INC (636087)		
6 BRUNDAGE STORY & ROSE	733,141	2.93
7 UNITED STATES STEEL CORP	597,755	2.39
US STEEL & CARNEGIE PENSION TR (597755)		
8 SAROFIM (FAYEZ) & CO	506,912	2.02
9 HOHENLOHE, CHRISTIAN	436,145X	1.94
10 CHEMICAL NEW YORK CORP	466,725	1.86
11 HUMPHREY, WILLIAM ALBERT#	455,097J	1.82
12 MASSACHUSETTS FINANCIAL SERVICES INC*	400,000	1.59
13 NEW YORK STATE TEACHERS RETIR FUND	397,300	1.58
14 MARSH & MCLENNAN COS INC<	394,800	1.57
PUTNAM MNGT/FUNDS-COMBINED (394800)		
15 JACOBUS, GEORGE H & FAMILY#	376,360J	1.50
16 LORD ABBETT & CO*	353,900	1.41
17 CAPITAL GROUP INC	298,500	1.19
CAPITAL GUARDIAN TRUST CO (153500)		
CAPITAL RES & MNGT FUNDS-COMBINED (145000)		
18 MORGAN (J P) & CO INC<	294,000	1.17
19 DONALDSON LUFKIN & JENRETTE INC<	280,200	1.12
20 PRINGLE FLINN ELVINS & DONAHUE INC	272,950	1.09

NEWMONT MINING - CONTINUED

Principal Stockholders	Shares	%
21 EATON & HOWARD VANCE SANDERS INC	250,552	1.00
EATON & HOWARD VANCE/FDS-COMB (250552)		
22 ROULSTON & CO INC	238,060	.95
23 SCUDDER STEVENS & CLARK CO*	198,818	.79
24 CITICORP<	183,193	.73
25 GIRARD CO	168,151	.67
26 CONNECTICUT GENERAL INSURANCE CORP	125,000	.49
CONN GENL INSUR COS/FDS-COMBINED (125000)		
27 WELLS FARGO & CO	118,569	.47
28 NEW YORK STATE COMMON RETIREMENT FUND	107,000H	.42
29 CITIZENS FIDELITY CORP	105,752	.42
30 MALOZEMOFF, PLATO & FAMILY#	105,501J	.42
31 FORSTMANN-LEFF ASSOCIATES	105,400	.42
32 KENTUCKY STATE RETIREMENT SYSTEM	100,000J	.39
33 CAPITAL SUPERVISORS INC	100,000	.39
34 KEMPER FAMILY GROUP	85,500	.34
KEMPER INSUR COS/FDS-COMBINED (85500)		
35 MC MORGAN & CO	85,300	.34
36 FIRST KENTUCKY NATL CORP	83,507	.33
37 HELLER (WALTER E) INTERNATIONAL CORP	82,400	.32
AMERICAN NATL BK & TR CO/CHICAGO (82400)		
38 PIONEER GROUP INC	79,800	.31
PIONEERING MNGT/FUNDS-COMB		
39 BANKERS TRUST NEW YORK CORP	75,330	.30
40 FIRST PENNSYLVANIA CORP	71,816	.28
41 WESTERN BANCORPORATION<	71,402	.28
42 SCHRODERS LTD< (ENGLAND)	68,478	.27
SCHRODER MNGR/FUNDS-COMBINED (68478)		
43 WERTHEIM & CO INC	62,586	.25
44 COMMONWEALTH EDISON CO	60,300	.24
45 THOMPSON, JACK E#	55,529J	.22
46 HONG KONG & SHANGHAI BANKING CORP	53,889	.21
MARINE MIDLAND BANKS INC (53889)		
47 PROVIDENT NATIONAL CORP<	53,728	.21
TOTALS	14,946,122	59.77%

TOP 5 CONTROL 22.94% OF STOCK TOP 15 CONTROL 42.19% OF STOCK
TOP 10 CONTROL 34.10% OF STOCK TOP 20 CONTROL 48.19% OF STOCK

NL INDUSTRIES

(SHARES O/S 32,973,000)

Principal Stockholders	Shares	%
1 DUPONT FAMILY INTERESTS	957,800	2.90
DU PONT (E I) DE NEMOURS & CO INC (957800)		
2 KIRBY FAMILY GROUP-ALLEGHANY CORP<	753,050	2.28
ALLEGHANY CORP (653050)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (100000)		
3 FIRST JERSEY NATIONAL CORP	639,833J	1.94
NL SAVINGS PLAN-8279 PCTS (522053)		
NL ESOP-12314 PCTS (117780)		
4 KEMPER FAMILY GROUP	568,850	1.72
KEMPER INSUR COS/FDS-COMBINED (568850)		
5 JENNISON ASSOCIATES CAPITAL CORP	502,400	1.52
6 BANKERS TRUST NEW YORK CORP	487,064	1.47
7 MASSACHUSETTS FINANCIAL SERVICES INC*	462,500	1.40
8 NORTHERN TRUST CORP	442,318	1.34
9 WOODARD, CLARENCE J#	433,397J	1.31
10 MANUFACTURERS HANOVER CORP<	403,478	1.22
EDIE (LIONEL D) & CO INC (403478)		
11 FMR CORP	372,050	1.12
FIDELITY MNGT & RESEARCH CO* (100000)		
FMR/FUNDS-COMBINED (272050)		
12 REPUBLIC OF TEXAS CORP<	354,800	1.07
13 NATIONAL SECURITIES & RESEARCH CORP* (155000)	330,000	1.00
NSR ASSET MNGT/FUNDS-COMBINED (175000)		
14 BARING BROTHERS INC (ENGLAND)	326,400	.98
ENDOWMENT MANAGEMENT & RES CO* (326400)		
15 MARYLAND STATE RETIREMENT SYSTEMS	300,000	.90
16 TRUST CO OF THE WEST	299,000	.90
T C W ASSET MANAGEMENT CO (299000)		
17 CONTINENTAL CORP<	290,200	.88
CONTINENTAL CORP/INSUR COS-COMB (290200)		
18 ATLANTA CAPITOL CORP	279,600	.84
19 NEW YORK STATE TEACHERS RETIR FUND	272,900	.82
20 MACKAY-SHIELDS FINANCIAL CORP	263,800	.80
21 TEXAS PERMANENT SCHOOL FUND	235,000	.71

Principal Stockholders	Shares	%
NL INDUSTRIES - CONTINUED		
22 TRAVELERS CORP<	207,000	.62
TRAVELERS/KEYSTONE FUNDS-COMBINED (207000)		
23 CONNECTICUT GENERAL INSURANCE CORP	202,000	.61
CONN GENL INSUR COS/FDS-COMBINED (202000)		
24 UNITED STATES STEEL CORP	201,604	.61
US STEEL & CARNEGIE PENSION TR (201604)		
25 PIONEER GROUP INC	179,902	.54
PIONEERING MNGT/FUNDS-COMB		
26 CITICORP<	167,252	.50
27 HARVARD UNIVERSITY	159,366	.48
28 CONTINENTAL GROUP INC<	137,000	.41
CONTINENTAL FINL SERVICES CO (137000)		
29 ALGER (FRED) MANAGEMENT INC*	136,775	.41
30 PRINCETON UNIVERSITY	130.000F	.39
31 LINCOLN NATIONAL CORP<	128,702	.39
LINCOLN NATL INSUR/FDS-COMBINED (128702)		
32 KENNEDY ASSOCIATES INC	123,800	.37
33 LIBERTY NATIONAL CORP	121,318	.36
LIBERTY NATL BK & TR CO OF OAKL (121318)		
34 HARRIS BRETALL & MCELDOWNEY INC	120,100H	.36
35 DODGE & COX INC*	117,200	.35
36 WELLS FARGO & CO	115,817	.35
37 CRITERON MANAGEMENT CORP	113,025	.34
38 SEARS ROEBUCK & CO	109,300	.33
SEARS INVEST MNGT-PEN & SAVING PLS (109300)		
39 FIRST WISCONSIN CORP	108,233	.32
40 TEXAS COMMERCE BANCSHARES INC	107,751	.32
41 GENERAL AMERICAN INVESTORS CO INC	103,800	.31
42 HELLER (WALTER E) INTERNATIONAL CORP	101,600	.30
AMERICAN NATL BK & TR CO/CHICAGO (101600)		
43 AETNA LIFE & CASUALTY CO	101,200H	.30
AETNA INSUR COS/FDS-COMBINED (101200)		
44 ROYAL INSURANCE CO LTD (ENGLAND)	97,000	.29
ROYAL INSURS COS-COMBINED (97000)		
45 ALLENDALE GROUP<	89,500	.27
ALLENDALE INSUR COS-COMBINED (89500)		
46 EXXON CORP	86,300	.26
47 NEUBERGER & BERMAN+	85,597	.25
NEUBERGER & BER MNGT/FDS-COMBINED (85597)		
48 WARBURG (E M) PINCUS & CO INC	85,057	.25
EMW COUNSELLORS INC (85057)		
49 TRAINER WORTHAM & CO	83,498	.25
50 GIBBS, EDWARD M#	81,448J	.24
51 WAITE & CORRENTI	79,700	.24
52 PACIFIC MUTUAL LIFE INSURANCE CO	77,700	.23
53 WILKINS & NANOVIC ASSOCIATES	77,500	.23
54 INA CORP<	75,400	.22
INA INSUR COS/FDS-COMBINED (75400)		
55 SEAFIRST CORP	75,000	.22
56 MADISON FUND INC	75,000	.22
57 CHARTER CO<	74,400	.22
FOUNDERS MNGR/FUNDS-COMBINED (74400)		
58 ADAM, RAY C#	74,177J	.22
59 FIRST PENNSYLVANIA CORP	69,942	.21
60 AMERICAN BIRTHRIGHT TRUST MANAGEMENT INC	67,185	.20
61 NEVILLE RODIE & SHAW INC	66,655	.20
62 MELLON NATIONAL CORP	66,347J	.20
TITANIUM METALS THRIFT PL/578 PCT (66347)		
63 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	62,000G	.18
TOTALS	13,516,591	40.99%

TOP 5 CONTROL 10.37% OF STOCK TOP 15 CONTROL 22.24% OF STOCK
TOP 10 CONTROL 17.13% OF STOCK TOP 20 CONTROL 26.50% OF STOCK

NORRIS INDUSTRIES

(SHARES O/S: 9,758,000)

Principal Stockholders	Shares	%
1 NORRIS FAMILY INTERESTS#	2,346,648J	24.04
NORRIS, KENNETH T JR & FAMILY (652655)		
NORRIS, EILEEN L (680341)		
NORRIS (KENNETH & EILEEN) FOUND (1013652)		
2 TELEDYNE INC	372,600	3.81
TELEDYNE INSUR COS-COMBINED (372600)		
3 OPPENHEIMER HOLDINGS INC+ (266700)	296,700	3.04
OPPENHEIMER FUNDS-COMBINED (30000)		
4 MCINTOSH, LESTER A & FAMILY	204,700X	2.09
5 BATTERYMARCH FINANCIAL MNGT CORP	182,500	1.87
NORRIS INDUSTRIES - CONTINUED		
6 KIRBY FAMILY GROUP-ALLEGHANY CORP<	175,000	1.79
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (175000)		
7 WILSON, FRANCIS S	159,000X	1.62
8 MORGAN (J P) & CO INC<	145,000	1.48
9 CHASE MANHATTAN CORP	142,925	1.46
10 ATLANTIC RICHFIELD CO	140,000	1.43
11 CAPITAL CONSULTANTS INC	135,025	1.38
12 REPUBLIC OF TEXAS CORP<	132,700	1.35
13 CHEMICAL NEW YORK CORP	126,250	1.29
14 AMERICAN GENERAL INSURANCE CO<	105,000	1.07
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (105000)		
15 AMERICAN FAMILY INSURANCE GROUP	71,700H	.73
16 DETROITBANK CORP	66,843	.68
17 TICOR	66,217	.67
TITLE INSUR & TRUST CO (66217)		
18 MELLON NATIONAL CORP	60,000	.61
19 WESTERN BANCORPORATION<	54,791	.56
20 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	53,775	.55
BANK OF CALIFORNIA NA (53775)		
21 ALEXANDER & ALEXANDER SERVICES INC	48,900	.50
ALEXANDER & ALEXANDER SERVICES INC (48900)		
22 WRIGHT INVESTORS' SERVICE	42,300	.43
23 MCGOWEN, THOMAS N	41,800X	.42
24 MANUFACTURERS HANOVER CORP<	40,000	.40
25 FORD FOUNDATION	40,000	.40
26 MERRILL LYNCH & CO INC<	36,000	.36
MERRILL LYNCH ASSET MNGT CO INC* (36000)		
27 MIDLAND BANK GROUP< (ENGLAND)	30,300	.31
CROCKER NATIONAL CORP (30300)		
28 LUTHERAN BROTHERHOOD	30,000H	.30
29 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	28,000G	.28
30 CULBERTSON, SAMUEL A	26,400X	.27
31 CONTROL DATA CORP	25,000H	.25
COMMERCIAL CREDIT/INS COS-COMBINED (25000)		
32 STROBEL, JACK K	24,800X	.25
33 REAL SILK HOSIERY MILLS INC	24,400	.25
34 WOOLARD, FRANCIS C	24,000X	.24
35 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	21,700	.22
36 UTAH STATE RETIREMENT FUND	20,200	.20
37 INTERVEST MANAGEMENT CO	20,000	.20
38 PIEDMONT MANAGEMENT CO INC<	19,800	.20
LEXINGTON MANAGEMENT CORP* (19800)		
TOTALS	5,580,974	57.19%

TOP 5 CONTROL 34.87% OF STOCK TOP 15 CONTROL 48.53% OF STOCK
TOP 10 CONTROL 42.68% OF STOCK TOP 20 CONTROL 51.62% OF STOCK

NORTH AMERICAN PHILIPS

(SHARES O/S: 12,965,000)

Principal Stockholders	Shares	%
1 NV PHILIPS (NETHERLANDS)	8,122,159J	62.64
2 CHEMICAL NEW YORK CORP	2,519,277	19.43
3 PIONEER GROUP INC	330,200	2.54
PIONEERING MNGT/FUNDS-COMB		
4 CAPITAL GROUP INC	195,000	1.50
CAPITAL RES & MNGT/FUNDS-COMBINED (195000)		
5 SHUFRO ROSE & EHRMAN	134,072	1.03
6 HELLER (WALTER E) INTERNATIONAL CORP	112,500	.86
AMERICAN NATL BK & TR CO/CHICAGO (112500)		
7 WILKINS & NANOVIC ASSOCIATES	80,000	.61
8 VILAS FISCHER ASSOCIATES LTD	57,400	.44
9 NEUBERGER & BERMAN+	41,900	.32
NEUBERGER & BER MNGT/FDS-COMBINED (41900)		
10 NATIONWIDE MUTUAL INSUR CO	40,000H	.30
NATIONWIDE INSUR COS/FUNDS-COMB (40000)		
11 COLORADO NATIONAL BANKSHARES INC	38,800	.29
12 FIRST CHICAGO CORP<	32,656	.25
13 AMSTERDAM-ROTTERDAM BK N V (HOLLAND)	27,000	.20
AMRO-PIERSON FUND (27000)		
TOTALS	11,730,964	90.48%

TOP 5 CONTROL 87.16% OF STOCK TOP 15 CONTROL 90.48% OF STOCK
TOP 10 CONTROL 89.72% OF STOCK TOP 20 CONTROL 90.48% OF STOCK

NORTHROP

(SHARES O/S: 14,213,000)

Principal Stockholders	Shares	%
1 BANKERS TRUST NEW YORK CORP	3,873,521J	27.25
NORTHROP EMP SAV PL-PCTS (3873521)		
2 TRUST CO OF THE WEST	605,900	4.26
T C W ASSET MANAGEMENT CO (605900)		
3 NATIONAL SECURITIES & RESEARCH CORP* (185000)	418,100	2.94
NSR ASSET MNGT/FUNDS-COMBINED (233100)		
4 JONES, THOMAS V & FAMILY#	279,100J	1.96
5 NEW ENGLAND MUTUAL LIFE INSUR CO	270,625	1.90
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (270625)		
6 MANUFACTURERS HANOVER CORP<	179,577	1.26
7 MIDLAND BANK GROUP< (ENGLAND)	152,776	1.07
CROCKER NATIONAL CORP (152776)		
8 LAZARD FRERES & CO	132,600	.93
9 BJURMAN (GEORGE D) & ASSOCIATES	119,700	.84
10 METROPOLITAN LIFE INSURANCE CO	113,000H	.79
11 CRUM & FORSTER<	105,250	.74
CRUM & FORSTER INSUR COS-COMBINED (105250)		
12 UNITED SERVICES AUTOMOBILE ASSOC	100,000	.70
USAA INVESTMENT MNGT CO (100000)		
13 MORGAN (J P) & CO INC<	87,000	.61
14 TRAVELERS CORP<	86,050	.60
TRAVELERS/KEYSTONE FUNDS-COMBINED (86050)		
15 CONNECTICUT GENERAL INSURANCE CORP	77,000	.54
CONN GENL INSUR COS/FDS-COMBINED (77000)		
16 CONTROL DATA CORP	57,200H	.40
COMMERCIAL CREDIT/INS COS-COMBINED (57200)		
17 WESTERN BANCORPORATION<	53,160	.37
18 AMERICAN GENERAL INSURANCE CO<	52,000	.36
AMERICAN GENL INSUR CO-COMBINED (52000)		
19 COLUMBIA MANAGEMENT CO*	51,200	.36
20 TEXAS STATE EMPLOYEES RETIREMENT SYSTEM	51,000	.35
21 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	50,000	.35
22 MILLER, RICHARD W#	49,400J	.34
23 CHEMICAL NEW YORK CORP	48,400	.34
24 COLORADO NATIONAL BANKSHARES INC	43,540	.30
25 SWISS REINSURANCE CO (SWITZERLAND)	40,000	.28
26 WILLSON, JAMES D#	37,150J	.26
27 NATIONAL AVIATION & TECHNOLOGY CORP	35,000	.24
28 GASICH, W E#	33,130J	.23
29 AMERICAN SECURITY CORP (D C)	31,300J	.22
30 THORDIKE DORAN PAINE & LEWIS	30,115	.21
THORNDIKE-WELLINGTON FUNDS-COMB (30115)		
31 ST PAUL COMPANIES INC<	30,000	.21
ST PAUL INSUR COS/FDS-COMBINED (30000)		
32 WASHINGTON DEPT OF RETIREMENT SYSTEMS	28,100	.19
TOTALS	7,320,894	51.50%

TOP 5 CONTROL 38.32% OF STOCK TOP 15 CONTROL 46.43% OF STOCK
TOP 10 CONTROL 43.23% OF STOCK TOP 20 CONTROL 48.29% OF STOCK

NORTHWEST INDUSTRIES

(SHARES O/S: 29,992,000)

Principal Stockholders	Shares	%
1 DELAWARE MANAGEMENT CO INC*	1,283,200	4.27
2 FORSTMANN-LEFF ASSOCIATES	1,020,600	3.40
3 HEINEMAN, BEN W#	647,000J	2.15
4 BATTERYMARCH FINANCIAL MNGT CORP	600,600	2.00
5 SHEARSON LOEB RHOADES INC<	551,700	1.83
BERNSTEIN-MACAULEY INC (551700)		
6 THORDIKE DORAN PAINE & LEWIS	530,900	1.77
THORNDIKE-WELLINGTON FUNDS-COMB (530900)		
7 REPUBLIC OF TEXAS CORP<	527,204	1.75
8 MARSH & MCLENNAN COS INC<	488,800	1.62
PUTNAM MNGT/FUNDS-COMBINED (488800)		
9 MILLER ANDERSON & SHERRERD	430,540	1.43
10 NORTHERN TRUST CORP	346,560	1.15
NORTHWEST INDUSTRIES SAVINGS & STOCK OWNERSHIP PL/INTERNAL (93000)		
11 NEW ENGLAND MUTUAL LIFE INSUR CO	309,853	1.03
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (309853)		
12 METROPOLITAN LIFE INSURANCE CO	291,700H	.97
13 NATIONAL SECURITIES & RESEARCH CORP*	260,000	.86
14 MORGAN (J P) & CO INC<	222,000	.74
15 FINKLE, DAVID & FAMILY#	221,000J	.73
16 YALE UNIVERSITY	219,122F	.73
17 HARRIS ASSOCIATES INC*	213,673	.71
18 WELLS FARGO & CO	194,102	.64

NORTHWEST INDUSTRIES - CONTINUED

Principal Stockholders	Shares	%
19 HYLAND, THOMAS S#	193,696J	.64
20 KEMPER FAMILY GROUP	182,700	.60
KEMPER INSUR COS/FDS-COMBINED (182700)		
21 I N C O LTD (CANADA)	162,000	.54
I N C O CAPITAL MANAGEMENT INC (162000)		
22 HELLER (WALTER E) INTERNATIONAL CORP	153,302	.51
AMERICAN NATL BK & TR CO/CHICAGO (153302)		
23 MELLON NATIONAL CORP	136,430	.45
24 BANKERS TRUST NEW YORK CORP	131,325	.43
25 FLORIDA STATE BOARD OF ADMINISTRATION	129,500	.43
26 ROTHSCHILD (L F) UNTERBERG TOWBIN	128,000	.42
27 FIRST CHICAGO CORP<	121,128	.40
28 GARDNER & PRESTON MOSS INC	119,170	.39
29 CHICAGO, UNIVERSITY OF	118,130	.39
30 SWISS REINSURANCE CO (SWITZERLAND)	105,500	.35
31 WILSON, GEORGE A#	105,000J	.35
32 CITICORP<	102,624	.34
33 SELIGMAN (J & W) & CO+	100,000	.33
SELIGMAN/FUNDS-COMBINED (100000)		
34 NEVADA PUBLIC EMPLOYEES RETIR SYSTEM	100,000	.33
35 PROVIDENT NATIONAL CORP<	90,700	.30
36 FMR CORP	90,000	.30
FIDELITY MNGT & RESEARCH CO* (90000)		
37 FIDELCOR INC	86,056	.28
38 POWER CORP-INVESTORS GROUP OF CANADA<	85,000	.28
INVESTORS SECURITIES MANAGEMENT CORP* (8500		
39 CONTINENTAL INVESTMENT CORP<	74,300	.24
WADDELL & REED FDS-COMBINED (74300)		
40 MOORE, EVERETT J & FAMILY#	69,344J	.23
41 CHEMICAL NEW YORK CORP	69,212	.23
42 FIRST PENNSYLVANIA CORP	68,566	.22
43 NATIONAL CENTRAL FINANCIAL CORP	67,212	.22
44 ARIZONA STATE RETIREMENT SYSTEM	66,200J	.22
45 LEHMAN BROTHERS KUHN LOEB INC	64,717	.21
46 SENTRY INSUR-A MUTUAL CO	62,000	.20
47 NEW YORK CITY COMPTROLLER'S OFFICE	57,500	.19
TOTALS	11,397,866	38.00%

TOP 5 CONTROL 13.68% OF STOCK TOP 15 CONTROL 25.77% OF STOCK
TOP 10 CONTROL 21.42% OF STOCK TOP 20 CONTROL 29.12% OF STOCK

NORTHWESTERN STEEL & WIRE

(SHARES O/S: 7,506,000)

Principal Stockholders	Shares	%
1 DILLON, PAUL W FAMILY INTERESTS#	5,040,749	67.15
DILLON, MARTIN W (1318919)		
DILLON, PETER (213303)		
BOWMAN, JOHN W (370303)		
GODDARD, JOHN (386286)		
OTHER FAMILY MEMBERS (2481252)		
LAUGHLIN, DAVID F (99615)		
DILLON FOUNDATION (171071)		
2 PIONEER GROUP INC	330,100	4.39
PIONEERING MNGT/FUNDS-COMB		
3 MANUFACTURERS HANOVER CORP<	186,350	2.48
4 BECK MACK & OLIVER	126,000	1.67
5 VILAS FISCHER ASSOCIATES LTD	68,200	.90
6 OPPENHEIMER HOLDINGS INC+	66,700	.88
7 FIRST MANHATTAN CO	47,099	.62
8 WINTERTHUR SWISS INSUR CO (SWITZERLAND)	35,000H	.46
9 FRENCH NATIONAL GOVERNMENT	35,000	.46
MUTUAL FUNDS-COMBINED (35000)		
10 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	29,800	.39
NEW COURT CAPITAL MNGT INC (29800)		
11 PRINCETON UNIVERSITY	25,000F	.33
12 MERRILL LYNCH & CO INC<	20,000	.26
MERRILL LYNCH ASSET MNGT CO INC* (20000)		
13 WESTERN BANCORPORATION<	18,600	.24
14 FIRST CHICAGO CORP<	18,577	.24
15 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	18,000	.23
TOTALS	6,065,175	80.80%

TOP 5 CONTROL 76.62% OF STOCK TOP 15 CONTROL 80.80% OF STOCK
TOP 10 CONTROL 79.46% OF STOCK TOP 20 CONTROL 80.80% OF STOCK

NORTON CO

(SHARES O/S: 16,422,000)

Principal Stockholders	Shares	%
1 TUCKER, RUTH H INTERESTS#	1,275,324J	7.76
TUCKER, RUTH H (1015306)		
CHAPIN, RICHARD & FAMILY (260018)		
2 ALDEN (GEORGE I) TRUST	1,019,730J	6.20
3 WORCESTER BANCORP INC	783,844	4.77
NORTON EMPS INV PL-5500 PCTS (200000)		
4 FIRST SECURITY CORP	491,361	2.99
5 BANK OF NEW YORK CO INC	379,605	2.31
6 BRUNDAGE STORY & ROSE	366,730	2.23
7 CHRISTENSEN, FRANK#	354,288	2.15
8 PIONEER GROUP INC	332,200	2.02
PIONEERING MNGT/FUNDS-COMB		
9 MANUFACTURERS HANOVER CORP<	301,874	1.83
10 MORGAN (J P) & CO INC<	299,000	1.82
11 ROWE PRICE (T) & ASSOCIATES INC*	237,500	1.44
12 JENKINS, EDWARD M	233,000X	1.41
13 SCUDDER STEVENS & CLARK CO*	231,300	1.40
14 FIRST INTERNATIONAL BANCSHARES INC	213,100	1.29
15 MERCANTILE BANCORPORATION INC	189,100	1.15
16 MASSACHUSETTS MUTUAL LIFE INSUR CO	185,000	1.12
MASS MUTUAL INSUR CO/FUNDS-COMB (185000)		
17 LAWE, ROBERT H	164,000X	.99
18 JEPPSON, JOHN & FAMILY#	155,935J	.94
19 CITICORP<	154,200	.93
20 FIRST NATIONAL BANK OF AKRON	145,300	.88
21 STATE STREET BOSTON CORP	142,480	.86
22 UNITED BANKS OF COLORADO INC	129,824	.79
23 NEW YORK CITY COMPTROLLER'S OFFICE	95,600	.58
24 CHEMICAL NEW YORK CORP	93,850	.57
25 NIAGARA SHARE CORP	80,000	.48
26 NATIONAL HEALTH & WELFARE MTL LIFE INSUR ASSO	69,000	.42
27 UNITED STATES STEEL CORP	66,900	.40
US STEEL & CARNEGIE PENSION TR (66900)		
28 EQUITABLE LIFE ASSUR SOCIETY OF US	66,000	.40
29 STEELE, HAROLD J	60,000X	.36
30 GARDNER & PRESTON MOSS INC	51,902	.31
31 FIDELCOR INC	49,750	.30
32 ROYAL INSURANCE CO LTD (ENGLAND)	48,100	.29
ROYAL INSURS COS-COMBINED (48100)		
33 MINNESOTA MUTUAL LIFE INSUR CO	46,300	.28
34 BAILEY, ROBERT	44,000J	.26
35 MELVILLE, DONALD R#	42,750J	.26
36 KVEEN, HENRY	37,935	.23
37 FIRST PENNSYLVANIA CORP	37,800	.23
38 SAFECO CORP<	37,200H	.22
SAFECO INSUR COS & FDS-COMBINED (37200)		
39 DUANE, HARRY B & FAMILY#	36,903J	.22
40 NORTHERN TRUST CORP	35,480	.21
41 CUSHMAN, ROBERT & FAMILY#	35,419J	.21
42 HILL SAMUEL GROUP LTD<	34,000	.20
HILL SAMUEL UNIT TRUST MANAGER LTD (34000)		
43 MANUFACTURERS NATIONAL CORP	33,124	.20
TOTALS	8,886,708	54.11%

TOP 5 CONTROL 24.05% OF STOCK TOP 15 CONTROL 40.84% OF STOCK
TOP 10 CONTROL 34.12% OF STOCK TOP 20 CONTROL 45.74% OF STOCK

NORTON SIMON

(SHARES O/S 48,644,000)

?

Principal Stockholders	Shares	%
1 FACTOR-FIRESTEIN FAMILY INTERESTS	3,027,135X	6.22
FACTOR (MAX) FAMILY (2707407)		
FACTOR (MAX) MEMORIAL FUND (319728)		
2 MAHONEY, DAVID & FAMILY#	1,204,025	2.47
3 CHEMICAL NEW YORK CORP	1,140,246	2.34
NORTON SIMON & SUB PROFIT SHARING TRUSTS-2100 PCT (194600)		
NORTON SIMON SUBS PROF SHAR, INVEST THRIFT & SAVINGS PLS (785600)		
4 DELAWARE MANAGEMENT CO INC*	1,139,052	2.34
5 STRALEM & CO INC	1,033,621	2.12
6 FMR CORP	1,002,200	2.06
FIDELITY MNGT & RESEARCH CO* (422300)		
FMR/FUNDS-COMBINED (579900)		
7 FORD FOUNDATION	725,000	1.49
8 OPPENHEIMER HOLDINGS INC*	625,724	1.28
9 INSTITUTIONAL CAPITAL CORP	602,900	1.23

NORTON SIMON - CONTINUED

Principal Stockholders	Shares	%
10 MORGAN (J P) & CO INC<	547,200	1.12
11 BATTERYMARCH FINANCIAL MNGT CORP	540,253	1.11
12 NEW YORK STATE COMMON RETIREMENT FUND	511,246H	1.05
13 MERCANTILE BANCORPORATION INC	456,189	.93
14 MINNESOTA STATE BOARD OF INVESTMENT	388,222G	.79
15 FIDUCIARY TRUST CO OF NEW YORK	384,763	.79
FIDUCIARY TRUST/FUNDS-COMBINED (384763)		
16 HELLER (WALTER E) INTERNATIONAL CORP	367,524	.75
AMERICAN NATL BK & TR CO/CHICAGO (367524)		
17 FIRST PENNSYLVANIA CORP	345,827	.71
18 FIRST INVESTORS CORP*	344,100	.70
19 WELLS FARGO & CO	300,022	.61
20 AMERICAN GENERAL INSURANCE CO<	291,600	.59
AMERICAN GENL INSUR CO-COMBINED (291600)		
21 CONTINENTAL INVESTMENT CORP<	291,348	.59
WADDELL & REED FDS-COMBINED (291348)		
22 SUN LIFE ASSURANCE CO OF CANADA	284,494	.58
23 FIFTH THIRD BANK	270,448	.55
24 UNITED STATES FIDELITY & GUARANTY CO	263,315	.54
U S FID & GUAR INSUR COS-COMBINED (263315)		
25 FEDERATED INVESTORS INC<	259,441	.53
FEDERATED RESEARCH CORP*		
FEDERATED RESEARCH FUNDS-COMBINED (259441		
26 CONNECTICUT GENERAL INSURANCE CORP	251,000	.51
CONN GENL INSUR COS/FDS-COMBINED (251000)		
27 UNITED BANKS OF COLORADO INC	238,300	.48
28 MIDLAND BANK GROUP< (ENGLAND)	228,385	.46
CROCKER NATIONAL CORP (228385)		
29 BANKERS TRUST NEW YORK CORP	223,782	.46
30 AMERITRUST CO	211,213	.43
31 BEWKES, E GARRETT JR#	210,917	.43
32 ROTHSCHILD (L F) UNTERBERG TOWBIN	201,000	.41
33 UNITED KENTUCKY INC	196,800	.40
34 NEW ENGLAND MUTUAL LIFE INSUR CO	177,273	.36
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (177273)		
35 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	176,473G	.36
36 DONALDSON LUFKIN & JENRETTE INC<	175,167	.36
ALLIANCE CAPITAL MANAGEMENT CORP* (175167)		
37 COLUMBIA MANAGEMENT CO*	174,097	.35
38 FIRST TENNESSEE NATIONAL CORP	172,254	.35
39 BOATMENS BANKSHARES INC	170,712	.35
40 GRANTHAM MAYO VAN OTTERLOO & CO*	160,500	.32
41 NORTHWESTERN MUTUAL LIFE INSUR CO	150,000	.30
42 NEVADA PUBLIC EMPLOYEES RETIR SYSTEM	150,000	.30
43 UNITED SERVICES AUTOMOBILE ASSOC	150,000H	.30
USAA LIFE INSURANCE CO (150000)		
44 FIRST CHICAGO CORP<	142,292	.29
45 TEMPLETON (JOHN M) FAMILY INTERESTS	140,000	.28
TEMPLETON INVEST CNSL LTD* (CAN) (140000)		
46 FROWICK, ROY	136,413	.28
47 TEXAS, UNIVERSITY OF	135,259	.27
48 SOUTH CAROLINA NATL CORP	132,621	.27
49 FIRST & MERCHANTS CORP	132,073	.27
50 SECURITY NEW YORK STATE CORP	121,855J	.25
51 WESTERN BANCORPORATION<	118,930	.24
52 MIDLANTIC BANKS INC	111,878	.22
53 POWER CORP-INVESTORS GROUP OF CANADA<	108,960	.22
GREAT-WEST LIFE INSURANCE CO (108960)		
54 CLUMECK, JACK R & FAMILY#	101,582	.20
55 FIRST UNION BANCORP	100,203	.20
56 ROBECO (HOLLAND)	100,000H	.20
57 MUTUAL BENEFIT LIFE INSUR.CO	97,834H	.20
TOTALS	21,443,668	44.08%

TOP 5 CONTROL 15.50% OF STOCK TOP 15 CONTROL 27.39% OF STOCK
TOP 10 CONTROL 22.71% OF STOCK TOP 20 CONTROL 30.78% OF STOCK

NUCOR

(SHARES O/S 6,729,000)

Principal Stockholders	Shares	%
1 WACHOVIA CORP	244,733	3.63
2 BURNS, RICHARD L	192,000H	2.85
3 MORGAN (J P) & CO INC<	167,000	2.48
4 IVERSON, F KENNETH#	156,481J	2.32
5 BRUNDAGE STORY & ROSE	111,150	1.65
6 TRAVELERS CORP<	110,048	1.63
TRAVELERS/KEYSTONE FUNDS-COMBINED (110048)		

NUCOR - CONTINUED

Principal Stockholders	Shares	%
7 MARSH & MCLENNAN COS INC<	105,500	1.56
PUTNAM MNGT/FUNDS-COMBINED (105500)		
8 MACKAY-SHIELDS FINANCIAL CORP	94,250	1.40
9 GATES RUBBER CO<	90,800	1.34
FINANCIAL PROGRAMS INC* (90800)		
10 AYCOCK, HUGH D#	79,839J	1.18
11 SIEGEL, SAMUEL#	76,989J	1.14
12 SELIGMAN (J & W) & CO+	76,245	1.13
SELIGMAN/FUNDS-COMBINED (76245)		
13 PIONEER GROUP INC	66,000	.98
PIONEERING MNGT/FUNDS-COMB		
14 HINTZ (EDWARD)	60,600	.90
15 MANUFACTURERS LIFE INSUR CO (CANADA)	60,000	.89
16 WAITE & CORRENTI	57,200	.85
17 NORTHERN TRUST CORP	56,900	.84
18 CUNNINGHAM, JAMES W#	52,533J	.78
19 NEVILLE RODIE & SHAW INC	46,071	.68
20 CRAPSE, HASTING M#	43,882J	.65
21 FIRST CHICAGO CORP<	41,000	.60
22 MINNESOTA MUTUAL LIFE INSUR CO	37,500	.55
23 RAINIER BANCORPORATION	31,500	.46
24 VANDEKIEFT, RICHARD N#	27,915J	.41
25 INDIANA NATIONAL CORP	27,048	.40
26 NEW YORK CITY COMPTROLLER'S OFFICE	25,000	.37
27 INTERVEST MANAGEMENT CO	23,525	.34
28 REAL SILK HOSIERY MILLS INC	22,932	.34
29 HOLLOWAY, DONALD N#	19,217	.28
30 AMERICAN INVESTORS CORP*	18,200	.27
31 WESTERN BANCORPORATION<	16,200	.24
32 KONTOR, WILLIAM J#	15,687J	.23
33 OMAHA NATIONAL CORP	13,900	.20
34 SHELTON, HAROLD G#	13,023J	.19
TOTALS	2,280,868	33.89%

TOP 5 CONTROL 12.94% OF STOCK TOP 15 CONTROL 25.13% OF STOCK
TOP 10 CONTROL 20.08% OF STOCK TOP 20 CONTROL 28.95% OF STOCK

NVF CO

(SHARES O/S 76,332,000)

Principal Stockholders	Shares	%
1 POSNER, VICTOR FAMILY INTERESTS#	30,778,111J	40.32
POSNER, VICTOR & FAMILY (17124476)		
SECURITY MANAGEMENT CORP (12390472)		
POSNER, STEVEN (1145454)		
POSNER, BERNARD (84367)		
POSNER, MARTIN (6708)		
COLVIN, MELVIN R (3832)		
2 MCDOWELL NATIONAL BANK	4,669,972J	6.11
NVF STOCK SAVINGS PLAN/718 PCTS (3782704)		
NVF EMPLOYEES THRIFT PLAN (887268)		
3 KRAKOWER, BERNARD M#	768,051J	1.00
4 LINDNER FAMILY GROUP-AMERICAN FINANCIAL CORP<	531,971	.69
AMERICAN FIN INSUR COS-COMBINED (531971)		
5 DAVIS, RUSSELL S#	417,367J	.54
6 EVANS, HENRY G#	140,116J	.18
TOTALS	37,305,588	48.87%

TOP 5 CONTROL 48.68% OF STOCK TOP 15 CONTROL 48.87% OF STOCK
TOP 10 CONTROL 48.87% OF STOCK TOP 20 CONTROL 48.87% OF STOCK

OCCIDENTAL PETROLEUM

(SHARES O/S 77,824,000)

Principal Stockholders	Shares	%
1 BANKAMERICA CORP<	3,274,000J	4.20
OCCIDENTAL THRIFT PL/10200 PCTS (2870000)		
OCCIDENTAL TRASOP/13000 PCTS (404000)		
2 LORD ABBETT & CO*	1,356,500	1.74
3 HAMMER, ARMAND & FAMILY#	1,153,974J	1.48
4 REPUBLIC OF TEXAS CORP<	1,150,120	1.47
5 PHARAON, GHAITH RASHAD (SAUDI ARABIA)	1,000,000F	1.28
6 MORGAN (J P) & CO INC<	885,000	1.13
7 DELAWARE MANAGEMENT CO INC*	620,600	.79
8 ROBECO (HOLLAND)	600,000H	.77
9 TRUST CO OF THE WEST	545,600	.70
T C W ASSET MANAGEMENT CO (545600)		
10 SWISS REINSURANCE CO (SWITZERLAND)	448,604	.57
11 STEIN ROE & FARNHAM*	430,300	.55
12 LAZARD FRERES & CO	305,900	.39
13 GRANTHAM MAYO VAN OTTERLOO & CO*	278,300	.35
14 MARSH & MCLENNAN COS INC<	270,500	.34
EBERSTADT ASSET MNGT/FDS-COMBINED (270500)		
15 CHASE MANHATTAN CORP	265,402	.34
16 BEA ASSOCIATES INC	264,600	.33
17 WESTERN BANCORPORATION<	244,101	.31
18 AMERITRUST CO	230,556	.29
19 PROVIDENT NATIONAL CORP<	230,500	.29
20 KENNEDY ASSOCIATES INC	190,700	.24
21 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	190,000	.24
22 OPPENHEIMER HOLDINGS INC+	186,926	.24
23 FEDERATED INVESTORS INC<	171,900	.22
FEDERATED RESEARCH CORP*,		
FEDERATED RESEARCH FUNDS-COMBINED (171900		
24 MIDLAND BANK GROUP< (ENGLAND)	167,598	.21
CROCKER NATIONAL CORP (167598)		
25 HUTTON (E F) GROUP INC	158,734J	.20
HUTTON (E F) & CO, NY (158734)		
26 BOATMENS BANKSHARES INC	158,285	.20
TOTALS	14,778,700	18.98%

TOP 5 CONTROL 10.19% OF STOCK TOP 15 CONTROL 16.17% OF STOCK
TOP 10 CONTROL 14.17% OF STOCK TOP 20 CONTROL 17.66% OF STOCK

OGDEN CORP

(SHARES O/S 12,332,000)

Principal Stockholders	Shares	%
1 ALLEN FAMILY INTERESTS#	2,027,287J	16.43
KRAMER, TERRY ALLEN & FAMILY (89299)		
HARDER, F WILLIAM (60000)		
ALLEN & CO (1557081)		
ALLEN FAMILY ASSOCIATES-OTHER (320907)		
2 EDWARDS, JAMES F & FAMILY#	688,141	5.58
3 KLEBANOFF FAMILY INTERESTS#	477,348J	3.87
KLEBANOFF, MICHAEL (305604)		
ORIENTAL EXPORTERS INC (171744)		
4 MORGAN (J P) & CO INC<	449,000	3.64
5 SAROFIM (FAYEZ) & CO	310,668	2.51
6 DREYFUS CORP*	195,750	1.58
7 ABLON FAMILY INTERESTS#	190,380X	1.54
ABLON, RALPH E (100350)		
ABLON, CARL S (90030)		
8 MANUFACTURERS LIFE INSUR CO (CANADA)	140,850	1.14
9 KOCH, HANSEN E#	130,836J	1.06
10 FMR CORP	123,750	1.00
FIDELITY MNGT & RESEARCH CO* (123750)		
11 GLADIEUX, VIRGIL A#	113,572J	.92
12 LEWIS, TILLIE#	113,550X	.92
13 HOLTZMAN, HOWARD M#	102,300J	.82
14 FORD FOUNDATION	98,550	.79
15 CITICORP<	67,500	.54
16 FIRST CHICAGO CORP<	67,350	.54
17 SEAFIRST CORP	67,050	.54
18 KRENZ, DONALD A#	66,900J	.54
19 NEW YORK STATE COMMON RETIREMENT FUND	60,000H	.48
20 HONG KONG & SHANGHAI BANKING CORP	58,552	.47
MARINE MIDLAND BANKS INC (58552)		
21 AMERITRUST CO	45,459	.36
22 CONNELL, WILLIAM F#	45,000J	.36
23 F W H INC	45,000	.36
24 DONOHUE, EUGENE J#	37,500J	.30
25 TALBOT, DUREL J#	34,500J	.27
26 RICE, M LEE#	30,000J	.24
27 PROVIDENT NATIONAL CORP<	28,381	.23
28 HELLER (WALTER E) INTERNATIONAL CORP	27,000	.21
AMERICAN NATL BK & TR CO/CHICAGO (27000)		
29 DONALDSON LUFKIN & JENRETTE INC<	27,000	.21
WOOD STRUTHERS & WINTHROP MGNT CORP* (27000		
30 BACH, ROBERT#	26,434J	.21
TOTALS	5,895,608	47.80%

TOP 5 CONTROL 32.05% OF STOCK TOP 15 CONTROL 42.40% OF STOCK
TOP 10 CONTROL 38.38% OF STOCK TOP 20 CONTROL 44.99% OF STOCK

OLIN CORP

```
                                                  (SHARES O/S   23,955,000)
  1 HARTFORD NATIONAL CORP
        OLIN INCEN THRIFT PL/6200 PCTS (3626233)    3,917,128  16.35
        OLIN TRASOP-16789 PCTS (270464)
  2 FIRST UNION BANCORP
  3 PIONEER GROUP INC                               2,134,301   8.90
      PIONEERING MNGT/FUNDS-COMB                    1,048,800   4.37
  4 OLIN, JOHN M & ASSOCIATES#
  5 CHASE MANHATTAN CORP                              893,092   3.72
  6 WILLIAMS, EUGENE F JR#                            657,462   2.74
  7 BRUNDAGE STORY & ROSE                             497,005   2.07
  8 CAPITAL GROUP INC                                 461,943   1.92
      CAPITAL RES & MNGT/FUNDS-COMBINED (305000)      305,000   1.27
  9 MORGAN (J P) & CO INC<
 10 NEUBERGER & BERMAN+                               217,000    .90
      NEUBERGER & BER MNGT/FDS-COMBINED (200250)      200,250    .83
 11 KIRBY FAMILY GROUP-ALLEGHANY CORP<
      ALLEGHANY CORP (190000)                         190,000    .79
 12 TOWEY, JAMES F#
 13 GLICKENHAUS & CO                                  176,898    .73
 14 MASSACHUSETTS MUTUAL LIFE INSUR CO                154,800    .64
      MASS MUTUAL INSUR CO/FUNDS-COMB (132500)        132,500    .55
 15 NICHOLS, THOMAS S#
 16 HENSKE, JOHN M#                                   125,000E   .52
 17 CHEMICAL NEW YORK CORP                            123,173    .51
 18 NEW YORK CITY TEACHERS RETIREMENT SYSTEM          119,872    .50
 19 CORNELL UNIVERSITY                                111,400G   .46
 20 LYONS, EDWARD P#                                  100,000    .41
 21 MERCANTILE BANKSHARES CORP<                        85,199    .35
 22 HONG KONG & SHANGHAI BANKING CORP                  84,660    .35
      MARINE MIDLAND BANKS INC (84428)                 84,428    .35
 23 FAHNESTOCK & CO+
 24 O'CONNELL, WALTER F#                               75,000    .31
 25 US & FORFIGN SECURITIES CORP                       67,532    .28
 26 HANES FAMILY INTERESTS#                            60,000    .25
      HANES, JOHN W (50000)                            59,500    .24
      HANES, JOHN W JR (9500)
 27 GREEN (DAVID J) & CO
                                                       58,600    .24
    TOTALS
                                                   12,140,543  50.68%

    TOP  5 CONTROL 36.11% OF STOCK   TOP 15 CONTROL 46.38% OF STOCK
    TOP 10 CONTROL 43.13% OF STOCK   TOP 20 CONTROL 48.63% OF STOCK
```

OUTBOARD MARINE

```
                                                  (SHARES O/S:   8,354,000)
  1 EVINRUDE FAMILY INTERESTS#
      EVINRUDE, RALPH S (1100231)                   1,102,871  13.20
      EVINRUDE (RALPH) FOUNDATION (400)
      OLE EVINRUDE FOUNDATION (2240)
  2 BRIGGS FAMILY INTERESTS#
      BRIGGS, JOHN N (96550)                        1,034,903  12.38
      BRIGGS, JAMES B (235975)
      OTHER BRIGGS FAMILY MEMBERS (702378)
  3 BATTERYMARCH FINANCIAL MNGT CORP
  4 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC          417,700   5.00
  5 CONTINENTAL INVESTMENT CORP<                      320,000J  3.83
      WADDELL & REED FDS-COMBINED (160000)            160,000   1.91
  6 WELLS FARGO & CO
  7 WESTERN BANCORPORATION<                           121,200   1.45
  8 OREGON PUBLIC EMPLOYEES RETIR SYSTEM              105,200   1.25
  9 PETER CUNDILL & ASSOCIATES                        100,000   1.19
 10 HELLER (WALTER E) INTERNATIONAL CORP              100,000   1.19
      AMERICAN NATL BK & TR CO/CHICAGO (88000)         88,000   1.05
 11 NEUBERGER & BERMAN+
      NEUBERGER & BER MNGT/FDS-COMBINED (70300)        70,300    .84
 12 HEINE SECURITIES CORP
 13 CAPITAL GROUP INC                                  54,100    .64
      CAPITAL RES & MNGT/FUNDS-COMBINED (40000)        40,000    .47
 14 MARINE CORP
      MARINE INVESTMENT MNGT INC (31637)               31,637    .37
 15 FIRST WISCONSIN CORP
 16 WOODMEN OF THE WORLD LIFE INSUR SOCIETY            30,541    .36
 17 STRANG, CHARLES D#                                 28,800H   .34
 18 WALLACE, ROBERT F & FAMILY#                        27,800    .33
 19 GREEN (DAVID J) & CO                               20,654    .24
                                                       20,600    .24
    TOTALS
                                                    3,874,306  46.37%
```

OUTBOARD MARINE - CONTINUED

```
    TOP  5 CONTROL 36.33% OF STOCK   TOP 15 CONTROL 45.20% OF STOCK
    TOP 10 CONTROL 42.49% OF STOCK   TOP 20 CONTROL 46.37% OF STOCK
```

OWENS-CORNING FIBERGLAS

```
                                                  (SHARES O/S   30,482,000)
  1 CORNING GLASS WORKS
  2 CAPITAL GROUP INC                               7,406,669J 24.29
      CAPITAL GUARDIAN TRUST CO (744300)            1,356,800   4.45
      CAPITAL RES & MNGT/FUNDS-COMBINED (612500)
  3 STATE FARM MUTL AUTOMOBILE INSUR CO
      STATE FARM INVESTMENT MNGT CORP* (106[illegible]00)  1,104,500H  3.62
      STATE FARM INSUR COS-COMBINED (997700)
  4 CITICORP<
        OWENS-CORNING SAVINGS & STOCK INVEST        1,046,339J  3.43
              PLAN-5030 PCTS (1046339)
  5 MANUFACTURERS HANOVER CORP<
      EDIE (LIONEL D) & CO INC (984720)               984,720   3.23
  6 LORD ABBETT & CO*
  7 NEW YORK STATE TEACHERS RETIR FUND                920,500   3.01
  8 DONALDSON LUFKIN & JENRETTE INC< (449880)         906,900   2.97
      ALLIANCE CAPITAL MANAGEMENT CORP* (100000)      549,880   1.80
  9 UNITED STATES STEEL CORP
      US STEEL & CARNEGIE PENSION TR (496584)         496,584   1.62
 10 BATTERYMARCH FINANCIAL MNGT CORP
 11 MORGAN (J P) & CO INC< (352000)                   468,700   1.53
      MORGAN GUARANTY TRUST CO OF NY                  454,000   1.48
        MORGAN GUARANTY FUNDS-COMBINED (102000)
 12 NEW YORK CITY COMPTROLLER'S OFFICE
 13 BANKERS LIFE CO                                   318,200   1.04
 14 PROVIDENT NATIONAL CORP<                          304,800    .99
 15 MINNESOTA STATE BOARD OF INVESTMENT               301,200    .98
 16 CONTINENTAL CORP<                                 286,500G   .93
      CONTINENTAL CORP/INSUR COS-COMB (281800)        281,800    .92
 17 ROULSTON & CO INC
 18 BOESCHENSTEIN, WILLIAM W FAMILY INTERESTS#        277,462    .91
 19 NORTHWEST OHIO BANCSHARES INC                     261,495J   .85
 20 COLORADO PUBLIC EMPLOYEES RETIR ASSOC             254,140    .83
 21 FIRST OHIO BANCSHARES INC                         250,000    .82
 22 BROWN BROS HARRIMAN & CO                          249,316    .81
 23 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC          246,000    .80
 24 ALEXANDER & ALEXANDER SERVICES INC                225,000J   .73
      ALEXANDER & ALEXANDER SERVICES INC (217300)     217,300    .71
 25 WESTERN BANCORPORATION<
 26 STATE STREET RESEARCH & MANAGEMENT CO*            216,478    .71
 27 SHEARSON LOEB RHOADES INC<                        208,334    .68
      BOSTON CO INC (129718)                          199,718    .65
        BOSTON CO FUNDS-COMBINED (70000)
 28 OPPENHEIMER HOLDINGS INC+
 29 ILLINOIS STATE TEACHERS RETIR SYSTEM              169,100    .55
 30 PRINCETON UNIVERSITY                              160,000J   .52
 31 NEW ENGLAND MUTUAL LIFE INSUR CO                  150,000F   .49
      LOOMIS-SAYLES MNGR/FUNDS-COMBINED (139112)      139,112    .45
 32 AMERITRUST CO
 33 NEW YORK STATE COMMON RETIREMENT FUND             135,461F   .44
 34 CHEMICAL NEW YORK CORP                            134,000H   .43
 35 MARINE BANCORP INC                                132,274    .43
 36 WELLS FARGO & CO                                  123,989    .40
 37 NEW YORK CITY TEACHERS RETIREMENT SYSTEM          122,002    .40
 38 BANKERS TRUST NEW YORK CORP                         7,900G   .38
 39 EXTENDICARE LTD (CANADA)                          113,584    .37
      CROWN LIFE INSURANCE CO (109200)                109,200H   .35
 40 ARGUS RESEARCH CORP
      ARGUS INVESTORS COUNSEL INC (108000)            108,000    .35
 41 HELLER (WALTER E) INTERNATIONAL CORP
      AMERICAN NATL BK & TR CO/CHICAGO (105322)       105,322    .34
 42 GENERAL MOTORS CORP
      MOTORS INSURANCE CORP (103900)                  103,900J   .34
 43 LINCOLN FIRST BANKS INC
 44 EQUITABLE LIFE ASSUR SOCIETY OF US                102,300    .33
 45 BANK OF NEW YORK CO INC                            97,500    .31
 46 FARMERS GROUP INC<                                 85,670    .28
      FARMERS GROUP INSUR COS-COMBINED (83976)         83,976    .27
 47 HOSPITAL TRUST CORP
 48 ROWE PRICE (T) & ASSOCIATES INC*                   81,434    .26
 49 CHUBB CORP<                                        80,800    .26
 50 PENN MUTUAL LIFE INSURANCE CO                      78,300    .25
                                                       77,400    .25
```

OWENS-CORNING FIBERGLAS - CONTINUED

Principal Stockholders	Shares	%
51 LEHMAN BROTHERS KUHN LOEB INC LEHMAN MANAGEMENT CO INC* (75000)	75,000	.24
52 WASHINGTON DEPT OF RETIREMENT SYSTEMS	68,400	.22
53 NATIONAL HEALTH & WELFARE MTL LIFE INSUR ASSO	66,000	.21
54 MERCANTILE BANKSHARES CORP<	64,890	.21
55 OHIO POLICE & FIREMEN'S DISABILITY & PEN FD	60,000	.19
TOTALS	22,738,849	74.59%

TOP 5 CONTROL 39.03% OF STOCK TOP 15 CONTROL 55.46% OF STOCK
TOP 10 CONTROL 50.00% OF STOCK TOP 20 CONTROL 59.80% OF STOCK

OWENS-ILLINOIS

(SHARES O/S: 28,452,000)

Principal Stockholders	Shares	%
1 WACHOVIA CORP OWENS-ILLINOIS EMPLOYEE STOCK PUR & SAVINGS PL/8564 PCTS (2466889)	2,466,889J	8.67
2 BATTERYMARCH FINANCIAL MNGT CORP	1,461,600	5.13
3 CAPITAL GROUP INC CAPITAL GUARDIAN TRUST CO (155000) CAPITAL RES & MNGT/FUNDS-COMBINED (715000)	870,000	3.05
4 LORD ABBETT & CO*	663,700	2.33
5 NORTHERN TRUST CORP	602,341	2.11
6 CONTINENTAL CORP< CONTINENTAL CORP/INSUR COS-COMB (493800)	493,800	1.73
7 FMR CORP FIDELITY MNGT & RESEARCH CO* (260700) FMR/FUNDS-COMBINED (198100)	458,800	1.61
8 OHIO CITIZENS BANCORP	420,375	1.47
9 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	400,000	1.40
10 FORD FOUNDATION	377,900	1.32
11 DODD, EDWIN D INTERESTS# LIBBEY, EDWARD DRUMMOND TRUST (200248) LIBBEY, FLORENCE SCOTT (100016) DODD, EDWIN D (73319)	373,583	1.31
12 NORTHWEST OHIO BANCSHARES INC	331,028	1.16
13 TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (305000)	305,000	1.07
14 WILMINGTON CAPITAL MNGT	284,550	1.00
15 MARINE BANCORP INC	283,518	.99
16 ILLINOIS STATE TEACHERS RETIR SYSTEM	280,000J	.98
17 JOHN HANCOCK MUTUAL LIFE INSUR CO JOHN HANCOCK/FUNDS-COMBINED (245100)	245,100	.86
18 LAZARD FRERES & CO	231,112	.81
19 ALABAMA BANCORP	227,900	.80
20 CAPITAL SUPERVISORS INC	215,958	.75
21 I N C O LTD (CANADA) I N C O CAPITAL MANAGEMENT INC (190200)	190,200	.66
22 FARMERS GROUP INC< FARMERS GROUP INSUR COS-COMBINED (189392)	189,392	.66
23 CONFEDERATION LIFE INSURANCE CO	188,250H	.66
24 UNITED STATES STEEL CORP US STEEL & CARNEGIE PENSION TR (176129)	176,129	.61
25 UNITED BANKS OF COLORADO INC	155,200	.54
26 WELLS FARGO & CO	150,164	.52
27 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (128070)	128,070	.45
28 WESTERN BANCORPORATION<	127,395	.44
29 BANKERS TRUST NEW YORK CORP	127,168	.44
30 STATE MTL LIFE ASSUR CO OF AMERICA STATE MTL LIFE INSUR/FDS-COMBINED (124000)	124,000	.43
31 SAFECO CORP< SAFECO INSUR COS & FDS-COMBINED (120446)	120,446	.42
32 POWELL, MAX C#	107,201J	.37
33 MUTUAL LIFE INSURANCE CO OF NY	102,500	.36
34 VILAS FISCHER ASSOCIATES LTD	102,400	.35
35 TEXAS PERMANENT SCHOOL FUND	100,000	.35
36 CITY INVESTING CO< HOME INSUR GROUP-COMBINED (100000)	100,000	.35
37 NEW ENGLAND MUTUAL LIFE INSUR CO LOOMIS-SAYLES MNGR/FUNDS-COMBINED (97920)	97,920	.34
38 FIRST & MERCHANTS CORP	97,362	.34
39 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	95,000J	.33
40 METROPOLITAN LIFE INSURANCE CO	81,600H	.28
41 FIDELCOR INC	79,811	.28
42 EQUITABLE BANCORPORATION	77,300	.27
43 MUTUAL BENEFIT LIFE INSUR CO	75,000H	.26

OWENS-ILLINOIS - CONTINUED

Principal Stockholders	Shares	%
44 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	73,400	.25
45 TRAVELERS CORP< TRAVELERS/KEYSTONE FUNDS-COMBINED (72950)	72,950	.25
46 LEVIS, ROBERT H INTERESTS# LEVIS, ROBERT H (57220) BLUFFDALE FARMS (13400)	70,620	.24
47 MARSH & MCLENNAN COS INC< PUTNAM MNGT/FUNDS-COMBINED (70000)	70,000	.24
48 CHARTER CO< FOUNDERS MNGR/FUNDS-COMBINED (69317)	69,317	.24
49 MIDLANTIC BANKS INC	69,286	.24
50 T.N.B. FINANCIAL CORP	68,644	.24
51 LINCOLN FIRST BANKS INC	68,150	.23
52 WASHINGTON DEPT OF RETIREMENT SYSTEMS	65,700	.23
53 NATIONAL DETROIT CORP	65,026	.22
54 FIRST OHIO BANCSHARES INC	63,574	.22
55 CONTINENTAL INVESTMENT CORP< UNITED FUNDS MANAGEMENT CORP* (58000)	58,000	.20
TOTALS	14,600,329	51.31%

TOP 5 CONTROL 21.31% OF STOCK TOP 15 CONTROL 34.41% OF STOCK
TOP 10 CONTROL 28.87% OF STOCK TOP 20 CONTROL 38.63% OF STOCK

PABST BREWING

(SHARES O/S: 8,571,000)

Principal Stockholders	Shares	%
1 TORRAY, CLARK & CO INC	1,206,300	14.07
2 JACOBS, IRWIN L & ASSOCIATES	785,505	9.16
3 FMR CORP FIDELITY MNGT & RESEARCH CO* (295000) FMR/FUNDS-COMBINED (40000)	335,000	3.90
4 ROBECO (HOLLAND)	164,000H	1.91
5 CONFEDERATION LIFE INSURANCE CO	162,200H	1.89
6 PERLSTEIN, HARRIS & FAMILY ASSOCIATES#	121,728X	1.42
7 BANKERS TRUST NEW YORK CORP	104,900	1.22
8 PABST, AUGUST U FAMILY#	101,243J	1.18
9 AMERICAN SECURITY CORP (D C)	99,800J	1.16
10 MERRILL LYNCH & CO INC< MERRILL LYNCH ASSET MNGT CO INC* (93000)	93,000	1.08
11 VILAS FISCHER ASSOCIATES LTD	86,000	1.00
12 HARTFORD NATIONAL CORP	77,470	.90
13 CHEMICAL NEW YORK CORP	66,433	.77
14 SHLAUDEMANN, ROBERT & FAMILY#	63,487D	.74
15 AMERICAN NATIONAL FINANCIAL CORP< AMER NATL INSUR COS/FDS-COMBINED (57500)	57,500H	.67
16 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (40500)	40,500	.47
17 FRANKLIN RESOURCES INC<	39,626	.46
18 HERITAGE WISCONSIN CORP	36,923	.43
19 LYKES FAMILY INTERESTS FIRST FLORIDA BANKS INC (30000)	30,000	.35
20 WELLS FARGO & CO	27,800	.32
21 FIRST TENNESSEE NATIONAL CORP	25,670	.29
22 GRAY, JOSEPH R#	18,524J	.21
23 HARRIS BANKCORP INC	18,000	.21
24 FIRST KENTUCKY NATL CORP	18,000	.21
25 WALL, BERNARD E FAMILY#	17,774J	.20
TOTALS	3,797,383	44.30%

TOP 5 CONTROL 30.95% OF STOCK TOP 15 CONTROL 41.12% OF STOCK
TOP 10 CONTROL 37.02% OF STOCK TOP 20 CONTROL 43.16% OF STOCK

PACCAR INC

(SHARES O/S: 8,245,000)

Principal Stockholders	Shares	%
1 SEAFIRST CORP	1,290,123	15.64
2 PIGOTT FAMILY INTERESTS# PIGOTT, CHARLES M (547807) PIGOTT, JAMES C (357197)	905,004J	10.97
3 BATTERYMARCH FINANCIAL MNGT CORP	275,100	3.33
4 PRINGLE FLINN ELVINS & DONAHUE INC	233,244	2.82
5 PIONEER GROUP INC PIONEERING MNGT/FUNDS-COMB	127,500	1.54
6 RAINIER BANCORPORATION	113,493	1.37
7 BANKERS LIFE CO	110,400	1.33

PACCAR - CONTINUED

Principal Stockholders	Shares	%
8 SAFECO CORP<	107,830	1.30
SAFECO INSUR COS & FDS-COMBINED (107830)		
9 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	71,889	.87
BANK OF CALIFORNIA NA (71889)		
10 TELEDYNE INC	71,000	.86
TELEDYNE INSUR COS-COMBINED (71000)		
11 AETNA LIFE & CASUALTY CO	60,000	.72
AETNA INSUR COS/FDS-COMBINED (60000)		
12 ANGELES CORP	51,000	.61
FIRST PACIFIC ADVISORS INC* (51000)		
13 BOSTON COMPANY INC<	49,207	.59
PACCAR SAV INVEST PL/3000 PCTS (49207)		
14 WESTERN BANCORPORATION<	46,691	.56
15 WASHINGTON DEPT OF RETIREMENT SYSTEMS	39,200	.47
16 WELLS FARGO & CO	28,050	.34
17 HELLER (WALTER E) INTERNATIONAL CORP	25,000	.30
AMERICAN NATL BK & TR CO/CHICAGO (25000)		
18 THORDIKE DORAN PAINE & LEWIS	19,900	.24
THORNDIKE-WELLINGTON FUNDS-COMB (19900)		
19 SCUDDER STEVENS & CLARK CO*	19,520	.23
20 NEW ENGLAND MUTUAL LIFE INSUR CO	18,300	.22
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (18300)		
21 FIRST MANHATTAN CO	18,150	.22
TOTALS	3,680,601	44.64%

TOP 5 CONTROL 34.33% OF STOCK TOP 15 CONTROL 43.07% OF STOCK
TOP 10 CONTROL 40.09% OF STOCK TOP 20 CONTROL 44.42% OF STOCK

PACIFIC RESOURCES

(SHARES O/S 10,319,000)

Principal Stockholders	Shares	%
1 ALEXANDER & BALDWIN INC	2,150,421	20.83
2 CHALMERS, DAVID B INTERESTS#	955,296	9.25
CORAL PETROLEUM INC (955296)		
3 HAWAII STATE EMPS RETIREMENT SYSTEM	935,674	9.06
4 EVANS, JOHN K	632,632	6.13
5 CAPITAL INVESTMENT OF HAWAII INC & AFFILIATES	522,865	5.06
6 GARY, JAMES F#	476,609	4.61
7 MASSACHUSETTS MUTUAL LIFE INSUR CO	469,828	4.55
MASS MUTUAL INSUR CO/FUNDS-COMB (469828)		
8 AMERICAN TRUST CO OF HAWAII INC	254,002J	2.46
PACIFIC RESOURCES RETIR SAVINGS PLAN FOR EMPS/270 PCTS (254002)		
9 CLARK, HENRY B JR#	71,622	.69
10 TIAA-CREF	70,576	.68
TEACHERS INSURANCE & ANNUITY ASSN (70576)		
11 REHBERG, JEROME A#	66,263J	.64
12 ING, SHERIDAN C F#	54,239J	.52
13 HOWELL, HARRY E#	53,337C	.51
14 JOY, PAUL C#	43,170H	.41
15 MEE, LOWELL E#	28,554J	.27
TOTALS	6,785,088	65.75%

TOP 5 CONTROL 50.36% OF STOCK TOP 15 CONTROL 65.75% OF STOCK
TOP 10 CONTROL 63.37% OF STOCK TOP 20 CONTROL 65.75% OF STOCK

PARKER-HANNIFIN

(SHARES O/S 14,355,000)

Principal Stockholders	Shares	%
1 BERTEA, RICHARD & FAMILY#	1,401,156J	9.76
2 CENTRAN CORP	900,130	6.27
3 ROWE PRICE (T) & ASSOCIATES INC*	833,425	5.80
4 AMERITRUST CORP	583,987	4.06
PARKER-HANNIFIN EMP SAV PL-4483 (34978)		
5 MORGAN (J P) & CO INC<	523,000	3.64
6 PARKER, PATRICK S#	443,359	3.08
7 BETHLEHEM STEEL CORP	402,750	2.80
BETHLEHEM STEEL CORP PENSION PL (402750)		
8 CHASE MANHATTAN CORP	342,300	2.38
9 RAUCH, PHILIP#	273,633	1.90
10 FIRST ATLANTA CORP	226,267	1.57
11 MILLER ANDERSON & SHERRERD	210,945	1.46
12 FARMERS GROUP INC<	183,200	1.27
FARMERS GROUP INSUR COS-COMBINED (183200)		
13 FMR CORP	167,350	1.16
FIDELITY MNGT & RESEARCH CO* (167350)		

PARKER-HANNIFIN - CONTINUED

Principal Stockholders	Shares	%
14 HANSEN, CHARLES	162,000J	1.12
15 SCHWARZ, MAURICE L#	144,620	1.00
16 SCHWARZ, BERNARD	137,099	.95
17 FIRST OKLAHOMA BANCORP INC	129,600	.90
18 NORTHERN TRUST CORP	125,983	.87
19 VAN SICKLE, JOSEPH W	118,084	.82
20 SAVINGS BANKS TRUST CO	109,050	.75
21 MARSHALL & ILSLEY CORP	105,700	.73
22 CORNELL, ROBERT W#	100,000	.69
23 FIFTH THIRD BANK	94,400	.65
24 LINCOLN NATIONAL CORP<	92,734	.64
LINCOLN NATL INSUR/FDS-COMBINED (92734)		
25 LIBERTY NATIONAL CORP	92,500	.64
LIBERTY NATL BK & TR CO OF OAKL (92500)		
26 UNION COMMERCE CORP	89,000	.61
27 NARRAGANSETT CAPITAL CORP	84,017H	.58
28 KAATZ, HERBERT W	81,879H	.57
29 BANKERS LIFE CO	77,125	.53
30 JOHN HANCOCK MUTUAL LIFE INSUR CO	67,700	.47
JOHN HANCOCK/FUNDS-COMBINED (67700)		
31 CONDREN, DONALD M	65,000	.45
32 BRUNDAGE STORY & ROSE	62,950	.43
33 HERITAGE WISCONSIN CORP	60,600	.42
34 SECURITY PACIFIC CORP<	60,264	.41
35 NATIONAL CITY CORP	60,000	.41
36 FIRST TENNESSEE NATIONAL CORP	58,957	.41
37 SUNG, C B	53,176H	.37
38 FIRST MARYLAND BANCORP	51,290	.35
39 PROVIDENT NATIONAL CORP<	41,950	.29
40 FORSTMANN-LEFF ASSOCIATES	41,300	.28
41 ATLANTIC AMERICAN CORP<	40,000H	.27
ATLANTIC AMER INSUR COS-COMBINED (40000)		
42 WRIGHT INVESTORS' SERVICE	39,100	.27
43 INDIANA NATIONAL CORP	37,600	.26
44 GENERAL REINSURANCE CORP	37,000	.25
45 NATIONAL BOULEVARD BANK OF CHICAGO	35,275	.24
46 MANNING, DONALD S#	32,720	.22
47 CHEMICAL NEW YORK CORP	32,600	.22
48 WORCESTER BANCORP INC	32,568	.22
49 AIMAN, ALLEN N#	30,088	.20
50 OHIO FARMERS/WESTFIELD INSUR COS GROUP	30,000H	.20
TOTALS	9,205,431	64.12%

TOP 5 CONTROL 29.54% OF STOCK TOP 15 CONTROL 47.35% OF STOCK
TOP 10 CONTROL 41.30% OF STOCK TOP 20 CONTROL 51.67% OF STOCK

PEABODY INTERNATIONAL

(SHARES O/S 10,411,000)

Principal Stockholders	Shares	%
1 NEW ENGLAND MUTUAL LIFE INSUR CO	485,725	4.66
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (485725)		
2 MATHERS & CO INC* (188125)	333,125	3.19
MATHERS FUND (145000)		
3 KENNEDY ASSOCIATES INC	212,460	2.04
4 FIRSTENBERGER (LOWELL W) ESTATE	167,367	1.60
5 OPPENHEIMER HOLDINGS INC+ (67200)	157,200	1.50
OPPENHEIMER FUNDS-COMBINED (90000)		
6 CRITERON MANAGEMENT CORP (84200)	157,085	1.50
FUNDS INC* (72885)		
7 FORT HILL INVESTORS MANAGEMENT CORP	135,600	1.30
8 BROWN BROS HARRIMAN & CO	127,936	1.22
9 MCCONNAUGHY, JOHN E JR#	125,562	1.20
10 GATES RUBBER CO<	119,000	1.14
FINANCIAL PROGRAMS INC* (119000)		
11 CHURCHILL, ARLEE	117,167C	1.12
12 MANUFACTURERS LIFE INSUR CO (CANADA)	110,000	1.05
13 PROVIDENT NATIONAL CORP< (56542)	95,236	.91
PROVIDENT INSTITUTIONAL MNGT CORP (38694)		
14 WESTERN BANCORPORATION<	89,444	.85
15 PENN MUTUAL LIFE INSURANCE CO	87,297	.83
16 SENTRY INSUR-A MUTUAL CO	80,000	.76
17 PROVIDENT INVESTMENT COUNSEL	74,400	.71
18 GIGLIO, ANTHONY J#	68,691J	.65
19 BRAUN, FRED P	68,611J	.65
20 CAPITAL CONSULTANTS INC	65,150	.62
21 DREW, ALAN W#	59,894	.57
22 ATLANTA CAPITAL MNGT CORP	55,400	.53

PEABODY INTERNATIONAL - CONTINUED

Principal Stockholders	Shares	%
23 TRAVELERS CORP<	51,472	.49
TRAVELERS/KEYSTONE FUNDS-COMBINED (51472)		
24 VANN, ROY R	50,465C	.48
25 WEGMAN, LEONARD	37,448	.35
26 FIRST EMPIRE STATE CORP	36,520	.35
27 WELLS FARGO & CO	35,344	.33
28 DELANO, RUSSELL S	33,582Y	.32
29 MISSION EQUITIES CORP<	31,500H	.30
MISSION INSUR COS-COMBINED (31500)		
30 HUTTON (E F) GROUP INC	31,312J	.30
HUTTON (E F) & CO, NY (31312)		
31 STERLING CAPITAL CORP	31,000	.29
32 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	30,025	.28
BANK OF CALIFORNIA NA (30025)		
33 ATLANTIC RICHFIELD CO	30,000	.28
34 NORTHWESTERN MUTUAL LIFE INSUR CO	30,000	.28
35 HELLER (WALTER E) INTERNATIONAL CORP	28,300	.27
AMERICAN NATL BK & TR CO/CHICAGO (28300)		
36 WRIGHT INVESTORS' SERVICE	27,100	.26
37 SAROFIM (FAYEZ) & CO	27,100	.26
38 FIRST NATIONAL BANCORP INC	26,700	.25
39 MAXWELL MEIGHEN & ASSOCIATES LTD* (CANADA)	26,250H	.25
40 CHARTER CO<	25,800	.24
FOUNDERS MNGR/FUNDS-COMBINED (25800)		
41 WASHINGTON DEPT OF RETIREMENT SYSTEMS	25,000	.24
42 AMERICAN FLETCHER CORP<	24,700	.23
43 BONGIOVANNI, NICHOLAS J#	23,496	.22
44 GORDON, MERRILL K#	23,434H	.22
45 WIESNER, SIDNEY	20,780J	.19
TOTALS	3,699,678	35.53%

TOP 5 CONTROL 13.02% OF STOCK   TOP 15 CONTROL 24.20% OF STOCK
TOP 10 CONTROL 19.41% OF STOCK   TOP 20 CONTROL 27.63% OF STOCK

PEAVEY CO

(SHARES O/S: 5,603,000)

Principal Stockholders	Shares	%
1 FIRST BANK SYSTEM INC	1,118,052	19.95
2 HEFFELFINGER FAMILY INTERESTS#	712,688	12.71
HEFFELFINGER, F PEAVEY (254876)		
HEFFELFINGER, GEORGE (147091)		
HEFFELFINGER, FRANK T (272854)		
HEFFELFINGER, MARCUS W (37867)		
3 NORTHWEST BANKCORPORATION<	654,519	11.68
PEAVEY PROF SHAR & INV PL/1800 (266318)		
4 LARSON, RICHARD D & FAMILY#	273,030D	4.87
5 WELLS, FREDERICK B#	270,915	4.83
6 PIONEER GROUP INC	165,800	2.95
PIONEERING MNGT/FUNDS-COMB		
7 NORTHERN TRUST CORP	164,713	2.93
8 CORRIGAN, FREDRIC H#	70,523	1.25
9 AETNA LIFE & CASUALTY CO	58,900H	1.05
AETNA INSUR COS/FDS-COMBINED (58900)		
10 GREEN, CHARLES B#	40,240D	.71
11 HINES, ROBERT H & FAMILY#	40,137D	.71
12 MANUFACTURERS HANOVER CORP<	39,675	.70
EDIE (LIONEL D) & CO INC (39675)		
13 STOCKS, WILLIAM G#	35,500	.63
14 GOSKO, GEORGE K#	33,000	.58
15 BATTERYMARCH FINANCIAL MNGT CORP	32,000	.57
16 CHRISTIAN, JOSEPH H#	30,137D	.53
17 MORRISON, THOMAS T#	27,781J	.49
18 GREENE, ROGER C & FAMILY#	26,750D	.47
19 INTER-REGIONAL FINANCIAL CORP	22,700	.40
INVESTMENT ADVISERS INC (22700)		
20 OPPENHEIMER HOLDINGS INC+	20,000	.35
OPPENHEIMER FUNDS-COMBINED (20000)		
21 PAINE WEBBER INC	15,775	.28
22 WELLS FARGO & CO	14,600	.26
23 REMELE, LEWIS A#	14,145J	.25
24 FEDERATED INVESTORS INC<	13,500	.24
FEDERATED RESEARCH CORP*		
FEDERATED RESEARCH FUNDS-COMBINED (13500)		
25 BANCOHIO CORP	13,000	.23
TOTALS	3,908,080	69.74%

PEAVEY - CONTINUED

TOP 5 CONTROL 54.06% OF STOCK   TOP 15 CONTROL 66.20% OF STOCK
TOP 10 CONTROL 62.99% OF STOCK   TOP 20 CONTROL 68.48% OF STOCK

PENNWALT CORP

(SHARES O/S: 8,564,000)

Principal Stockholders	Shares	%
1 NATIONAL DETROIT CORP	654,548	7.64
2 DELAWARE MANAGEMENT CO INC*	417,950	4.88
3 THORDIKE DORAN PAINE & LEWIS	229,100	2.67
THORNDIKE-WELLINGTON FUNDS-COMB (229100)		
4 SAFECO CORP<	212,700	2.48
SAFECO INSUR COS & FDS-COMBINED (212700)		
5 FIRST PENNSYLVANIA CORP	178,988	2.09
PENNWALT STOCK OWNERSHIP & SAVINGS PL-4388 PCTS (19028)		
6 MIDLAND BANK GROUP< (ENGLAND)	152,591	1.78
CROCKER NATIONAL CORP (152591)		
7 PIONEER GROUP INC	137,700	1.60
PIONEERING MNGT/FUNDS-COMB		
8 FIDELCOR INC	134,863	1.57
9 CHASE MANHATTAN CORP	130,360	1.52
10 PROVIDENT NATIONAL CORP<	121,079	1.41
11 FIDELITY UNION BANCORP	109,364	1.27
12 FMR CORP	100,000	1.16
FIDELITY MNGT & RESEARCH CO* (100000)		
13 AMERICAN SECURITY CORP (D C)	90,730J	1.05
14 MERCANTILE BANKSHARES CORP<	64,135	.74
15 AETNA LIFE & CASUALTY CO	63,600	.74
AETNA INSUR COS/FDS-COMBINED (63600)		
16 AMERICAN FAMILY INSURANCE GROUP	63,000H	.73
17 PITCAIRN FAMILY INTERESTS	50,000	.58
PITCAIRN CO (50000)		
18 GIRARD CO	42,286	.49
19 MICHIGAN NATIONAL CORP	41,600	.48
20 SECURITY NEW YORK STATE CORP	40,532J	.47
21 PROVIDENT LIFE & ACCIDENT INSUR CO	40,000	.46
22 AMERICAN GENERAL INSURANCE CO<	40,000	.46
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (40000)		
23 COLONIAL BANCORP INC (CONN)	39,607	.46
24 DRAKE, WILLIAM P & FAMILY#	37,313J	.43
25 GRANTHAM MAYO VAN OTTERLOO & CO*	26,800	.31
26 MICHIGAN, UNIVERSITY OF	23,800J	.27
27 FIRST TULSA BANCORP INC	23,420J	.27
28 FIRST CHICAGO CORP<	23,300	.27
29 WESTERN BANCORPORATION<	20,950	.24
30 TULANE UNIVERSITY	18,000G	.21
TOTALS	3,328,316	38.86%

TOP 5 CONTROL 19.77% OF STOCK   TOP 15 CONTROL 32.66% OF STOCK
TOP 10 CONTROL 27.67% OF STOCK   TOP 20 CONTROL 35.44% OF STOCK

PENNZOIL

(SHARES O/S 49,650,000)

Principal Stockholders	Shares	%
1 SAROFIM (FAYEZ) & CO	4,308,621	8.67
2 STATE FARM MUTL AUTOMOBILE INSUR CO	2,610,970H	5.25
STATE FARM INVESTMENT MNGT CORP* (326820)		
STATE FARM INSUR COS-COMBINED (2284150)		
3 ROWE PRICE (T) & ASSOCIATES INC*	2,432,092	4.89
4 TEXAS COMMERCE BANCSHARES INC	1,527,769	3.07
PENNZOIL EMP ST PUR PL/3128 PCT (1350000)		
5 CITICORP<	1,221,674	2.46
6 CHOCTAW GROUP#	805,718	1.62
LIEDTKE, J HUGH (408046)		
COLEMAN, GEORGE L (146685)		
BOVAIRD, W J (85886)		
KERR, BAINE P (88648)		
GAMMELL, JAMES E S (76453)		
7 CAPITAL GROUP INC	761,300	1.53
CAPITAL GUARDIAN TRUST CO (661300)		
CAPITAL RES & MNGT/FUNDS-COMBINED (100000)		
8 BANKERS TRUST NEW YORK CORP	467,453	.94
9 JOHNSON, LELAND F#	440,649	.88
10 HARVARD UNIVERSITY	320,526	.64
11 FIRST UNION BANCORP	298,793	.60

Principal Stockholders	Shares	%
PENNZOIL - CONTINUED		
12 FMR CORP	292,900	.58
FIDELITY MNGT & RESEARCH CO* (292900)		
13 RICE UNIVERSITY	265,197	.53
14 BJURMAN (GEORGE D) & ASSOCIATES	263,200	.53
15 SWISS REINSURANCE CO (SWITZERLAND)	231,750	.46
16 BRISTOL, JOHN W INTERESTS	225,795	.45
BRISTOL (JOHN W) & CO INC (225795)		
17 WESTERN BANCORPORATION<	213,183	.42
18 MARYLAND STATE RETIREMENT SYSTEMS	200,000	.40
19 KIRBY FAMILY GROUP-ALLEGHANY CORP<	200,000	.40
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (200000)		
20 MORGAN (J P) & CO INC<	197,000	.39
21 GATES RUBBER CO<	189,500	.38
FINANCIAL PROGRAMS INC* (189500)		
22 DONALDSON LUFKIN & JENRETTE INC<	183,728	.37
23 LINCOLN NATIONAL CORP<	183,044	.36
LINCOLN NATL INSUR/FDS-COMBINED (183044)		
24 INA CORP<	180,360	.36
INA INSUR COS/FDS-COMBINED (180360)		
25 MARSH & MCLENNAN COS INC<	172,250	.34
EBERSTADT ASSET MNGT/FDS-COMBINED (172250)		
26 MACKAY-SHIELDS FINANCIAL CORP	171,000	.34
27 CONNECTICUT GENERAL INSURANCE CORP	168,000	.33
CONN GENL INSUR COS/FDS-COMBINED (168000)		
28 TISCH FAMILY GROUP	165,000	.33
CNA INSUR COS/FDS-COMBINED (165000)		
29 PROVIDENT NATIONAL CORP<	163,107	.32
30 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	160,000	.32
31 FORD FOUNDATION	150,000	.30
32 GENERAL ELECTRIC CO	150,000	.30
ELFUN TRUSTS (150000)		
33 GIRARD CO	140,433	.28
34 OPPENHEIMER HOLDINGS INC+	135,182	.27
35 TRAVELERS CORP<	124,000	.24
TRAVELERS/KEYSTONE FUNDS-COMBINED (124000)		
36 NORTHWEST BANCORPORATION<	121,872	.24
NORTHWESTERN NATL BK MINNEAPOLIS (121872)		
37 ST PAUL COMPANIES INC<	113,100	.22
ST PAUL INSUR COS/FDS-COMBINED (113100)		
38 MC MORGAN & CO	107,500	.21
39 GENERAL ACCID FIRE & LIFE INSUR (ENG)	105,182H	.21
GENERAL ACCID INSUR COS-COMBINED (105182)		
40 IRVING BANK CORP	99,479	.20
TOTALS	20,267,327	40.82%

TOP 5 CONTROL 24.37% OF STOCK TOP 15 CONTROL 32.72% OF STOCK
TOP 10 CONTROL 30.00% OF STOCK TOP 20 CONTROL 34.81% OF STOCK

PEPSICO

(SHARES O/S: 90,800,000)

Principal Stockholders	Shares	%
1 SAROFIM (FAYEZ) & CO	2,054,106	2.26
2 ROWE PRICE (T) & ASSOCIATES INC*	1,976,078	2.17
3 WISCONSIN INVESTMENT BOARD	1,607,800	1.77
4 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,322,700	1.45
5 STATE STREET RESEARCH & MANAGEMENT CO*	1,310,996	1.44
6 EQUITABLE LIFE ASSUR SOCIETY OF US	1,260,400	1.38
7 TIAA-CREF	1,259,278	1.38
COLLEGE RETIREMENT EQUITIES FUND (1259278)		
8 LAY, HERMAN W#	1,038,142	1.14
9 BELL, GLEN W JR	1,008,150B	1.11
10 BATTERYMARCH FINANCIAL MNGT CORP	976,700	1.07
11 NEW JERSEY DIVISION OF INVESTMENTS	930,000J	1.02
12 CARNEY, FRANK L & FAMILY#	911,778	1.00
13 NATIONAL CITY CORP	894,000	.98
14 OHIO STATE TEACHERS RETIR SYSTEM	872,200	.96
15 RUANE CUNNIFF & CO INC	814,845	.89
16 BETHLEHEM STEEL CORP	805,000	.88
BETHLEHEM STEEL CORP PENSION PL (805000)		
17 BABSON (DAVID L) & CO INC*	776,944	.85
18 MARINE BANCORP INC	762,722	.84
19 TEXAS TEACHERS RETIR SYSTEM	726,300	.79
20 ILLINOIS STATE TEACHERS RETIR SYSTEM	720,000J	.79
21 FIRST INTERNATIONAL BANCSHARES INC	701,244	.77
22 SELIGMAN (J & W) & CO+	674,300	.74
SELIGMAN/FUNDS-COMBINED (674300)		
PEPSICO - CONTINUED		
23 THORDIKE DORAN PAINE & LEWIS	654,390	.72
THORNDIKE-WELLINGTON FUNDS-COMB (654390)		
24 MASSACHUSETTS FINANCIAL SERVICES INC*	650,000	.71
25 CITICORP<	640,277	.70
26 GENERAL ELECTRIC CO	615,000	.67
GENERAL ELECTRIC PENSION TRUST (615000)		
27 KIRBY FAMILY GROUP-ALLEGHANY CORP<	600,000	.66
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (600000)		
28 MORGAN (J P) & CO INC<	563,000	.62
29 TEXAS PERMANENT SCHOOL FUND	550,400	.60
30 HARRIS BANKCORP INC	550,000	.60
31 ROULSTON & CO INC	528,725	.58
32 PROVIDENT NATIONAL CORP<	494,688	.54
33 ATLANTA CAPITOL CORP	492,775	.54
34 MCKAY, ROBERT L	486,200B	.53
35 DETROITBANK CORP	413,152	.45
36 LIBERTY MUTUAL INSURANCE CO	407,600H	.44
37 WELLS FARGO & CO	402,392	.44
38 WESTERN BANCORPORATION<	399,696	.44
39 JOHN HANCOCK MUTUAL LIFE INSUR CO	395,400	.43
JOHN HANCOCK/FUNDS-COMBINED (395400)		
40 SEARS ROEBUCK & CO	394,300	.43
ALLSTATE INSUR COS/FDS-COMBINED (394300)		
41 GRANTHAM MAYO VAN OTTERLOO & CO*	377,100	.41
42 DUPONT FAMILY INTERESTS	371,190	.40
WILMINGTON TRUST CO (371190)		
43 MANUFACTURERS NATIONAL CORP	370,544	.40
44 MINNESOTA STATE BOARD OF INVESTMENT	370,086G	.40
45 NEW ENGLAND MERCHANTS CO INC	324,866	.35
46 HELLER (WALTER E) INTERNATIONAL CORP	323,973	.35
AMERICAN NATL BK & TR CO/CHICAGO (323973)		
47 LEHMAN BROTHERS KUHN LOEB INC	320,000	.35
LEHMAN MANAGEMENT CO INC* (320000)		
48 RCS MANAGEMENT CO	316,900	.34
49 WERTHEIM & CO INC	312,900	.34
50 HARTFORD NATIONAL CORP	295,840	.32
51 COLUMBIA MANAGEMENT CO*	289,800	.31
52 WASHINGTON DEPT OF RETIREMENT SYSTEMS	283,800	.31
53 CHASE MANHATTAN CORP	283,683	.31
54 TEXAS, UNIVERSITY OF	279,400	.30
55 EATON & HOWARD VANCE SANDERS INC	277,820	.30
EATON & HOWARD VANCE/FDS-COMB (277820)		
56 NEW ENGLAND MUTUAL LIFE INSUR CO	270,644	.29
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (270644)		
57 ANDRECOM ADVISORS CORP	267,568	.29
58 MERCANTILE BANCORPORATION INC	257,941	.28
59 AETNA LIFE & CASUALTY CO	251,655H	.27
AETNA INSUR COS/FDS-COMBINED (251655)		
60 BANKERS TRUST NEW YORK CORP	249,890	.27
61 WEISS PECK & GREER*	249,600	.27
62 LEE-UPSHER FAMILY INTERESTS	248,606B	.27
63 MANUFACTURERS HANOVER CORP<	246,751	.27
EDIE (LIONEL D) & CO INC (246751)		
64 AMERITRUST CO	242,160	.26
65 AMERICAN SECURITY CORP (D C)	237,464J	.26
66 GARDNER & PRESTON MOSS INC	235,225	.25
67 INSTITUTIONAL CAPITAL CORP	230,800	.25
68 SCUDDER STEVENS & CLARK CO*	228,743	.25
69 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	228,000	.25
70 FARMERS GROUP INC<	221,800	.24
FARMERS GROUP INSUR COS-COMBINED (221800)		
71 BERNHARD (ARNOLD) & CO INC*	221,000	.24
VALUE LINE MNGR/FUNDS-COMBINED (221000)		
72 HONG KONG & SHANGHAI BANKING CORP	214,791	.23
MARINE MIDLAND BANKS INC (214791)		
73 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	210,000	.23
74 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	208,100G	.22
75 FIRST UNION BANCORP	206,300	.22
76 MC MORGAN & CO	205,100	.22
77 KENDALL, DONALD M#	203,898	.22
78 CONTINENTAL INVESTMENT CORP<	200,000	.22
WADDELL & REED FDS-COMBINED (200000)		
79 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	200,000	.22
80 NEW YORK LIFE INSURANCE CO	197,700	.21
81 GRUMMAN CORP	195,000J	.21
82 INA CORP<	192,600	.21
INA INSUR COS/FDS-COMBINED (192600)		

PEPSICO - CONTINUED

Principal Stockholders	Shares	%
83 MASSACHUSETTS MUTUAL LIFE INSUR CO	192,350	.21
MASS MUTUAL INSUR CO/FUNDS-COMB (192350)		
84 GIRARD CO	190,703	.21
85 LINCOLN NATIONAL CORP<	185,770	.20
LINCOLN NATL INSUR/FDS-COMBINED (185770)		
86 SECURITY NEW YORK STATE CORP	183,365J	.20
TOTALS	44,313,104	48.80%

TOP 5 CONTROL 9.10% OF STOCK TOP 15 CONTROL 20.08% OF STOCK
TOP 10 CONTROL 15.21% OF STOCK TOP 20 CONTROL 24.26% OF STOCK

PERKIN-ELMER

(SHARES O/S: 41,906,000)

Principal Stockholders	Shares	%
1 U S TRUST CORP	2,556,188	6.09
2 MARSH & MCLENNAN COS INC<	2,112,400	5.04
PUTNAM MNGT/FUNDS-COMBINED (792000)		
EBERSTADT ASSET MNGT/FDS-COMBINED (1320400)		
3 PRUDENTIAL INSURANCE CO OF AM	1,160,800	2.77
PRUDENTIAL INSUR COS/FUNDS-COMB (1160800)		
4 SEARS ROEBUCK & CO	1,156,000	2.75
SEARS INVEST MNGT-PEN & SAVING PLS (803200)		
ALLSTATE INSUR COS/FDS-COMBINED (352800)		
5 CITICORP<	961,272	2.29
6 TRUST CO OF THE WEST	939,800	2.24
T C W ASSET MANAGEMENT CO (939800)		
7 SELIGMAN (J & W) & CO+	707,000	1.68
SELIGMAN/FUNDS-COMBINED (707000)		
8 BROWN BROS HARRIMAN & CO	666,344	1.59
9 MORGAN (J P) & CO INC<	640,000	1.52
10 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	611,700	1.45
11 SCUDDER STEVENS & CLARK CO*	607,720	1.45
12 ROSENBERG CAPITAL MANAGEMENT	569,300	1.35
13 JENNISON ASSOCIATES CAPITAL CORP	536,600	1.28
14 BANK OF NEW YORK CO INC	515,952	1.23
15 BJURMAN (GEORGE D) & ASSOCIATES	458,200	1.09
16 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	456,400	1.08
AM INTERNL INSUR COS-COMBINED (456400)		
17 ALGER (FRED) MANAGEMENT INC*	426,900	1.01
18 SCHRODERS LTD< (ENGLAND)	410,942	.98
SCHRODER MNGR/FUNDS-COMBINED (410942)		
19 KIRBY FAMILY GROUP-ALLEGHANY CORP<	387,400	.92
ALLEGHANY CORP (387400)		
20 ROBECO (HOLLAND)	380,000H	.90
21 MASSACHUSETTS FINANCIAL SERVICES INC*	350,000	.83
22 NATIONAL INVESTMENT SER OF AMERICA INC	349,400	.83
23 THORDIKE DORAN PAINE & LEWIS	336,170	.80
THORNDIKE-WELLINGTON FUNDS-COMB (336170)		
24 HARTFORD NATIONAL CORP	324,208	.77
25 NEW YORK STATE COMMON RETIREMENT FUND	300,000H	.71
26 NEUBERGER & BERMAN+	283,790	.67
NEUBERGER & BER MNGT/FDS-COMBINED (283790)		
27 ATLANTA CAPITAL MNGT CORP	266,240	.63
28 MARYLAND STATE RETIREMENT SYSTEMS	240,000	.57
29 JOHN HANCOCK MUTUAL LIFE INSUR CO	212,000	.50
JOHN HANCOCK/FUNDS-COMBINED (212000)		
30 GENERAL ELECTRIC CO	207,600	.49
GENERAL ELECTRIC PENSION TRUST (207600)		
31 MANUFACTURERS HANOVER CORP<	204,248	.48
32 BRUNDAGE STORY & ROSE	199,788	.47
33 DUPONT FAMILY INTERESTS	197,360	.47
WILMINGTON TRUST CO (197360)		
34 CONTINENTAL ILLINOIS CORP	193,800	.46
35 METROPOLITAN LIFE INSURANCE CO	190,330H	.45
36 BANKERS TRUST NEW YORK CORP	183,350	.43
37 COMMUNITY INVESTMENT ENTERPRISES INC	180,000Y	.42
38 HONG KONG & SHANGHAI BANKING CORP	175,720	.41
MARINE MIDLAND BANKS INC (175720)		
39 MIDLAND BANK GROUP< (ENGLAND)	162,800	.38
CROCKER NATIONAL CORP (162800)		
40 WELLS FARGO & CO	160,134	.38
41 PHIPPS FAMILY INTERESTS	158,600	.37
BESSEMER TRUST CO NA (158600)		
42 TRAVELERS CORP<	156,600	.37
TRAVELERS/KEYSTONE FUNDS-COMBINED (156600)		
43 FIRST NATIONAL BOSTON CORP	145,290	.34

PERKIN-ELMER - CONTINUED

Principal Stockholders	Shares	%
44 LEHMAN BROTHERS KUHN LOEB INC	140,000	.33
LEHMAN MANAGEMENT CO INC* (140000)		
45 PEW FAMILY INTERESTS	138,296	.33
46 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	137,000G	.32
47 FIFTH THIRD BANK	136,080	.32
48 HELLER (WALTER E) INTERNATIONAL CORP	135,600	.32
AMERICAN NATL BK & TR CO/CHICAGO (135600)		
49 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	128,600	.30
50 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	124,400	.29
51 YALE UNIVERSITY	120,000F	.28
52 COMMERCIAL UNION ASSUR CO LTD (ENG)	120,000	.28
COMMERCIAL UNION INVEST MNGT* (120000)		
53 NATIONAL CITY CORP	120,000	.28
54 WEBER, ROLAND E	115,936E	.27
55 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	115,000H	.27
HARTFORD FIRE INSUR COS-COMBINED (115000)		
56 STATE STREET RESEARCH & MANAGEMENT CO*	113,000	.26
57 EXXON CORP	113,000	.26
58 RIGGS NATIONAL BANK	112,600	.26
59 FIRST AMTEEN CORP	111,100	.26
60 DEAN WITTER REYNOLDS ORGANIZATION INC	106,860	.25
61 RIACH, GERALD E	106,808Y	.25
62 PALMBERG, PAUL W & FAMILY	106,648Y	.25
63 NORTHWEST BANCORPORATION<	103,600	.24
NORTHWESTERN NATL BK MINNEAPOLIS (103600)		
64 COMMERCIAL NATIONAL CORP	102,880	.24
65 TRW INC	102,800	.24
TRW INVESTMENT MANAGEMENT (102800)		
66 C M B INVESTMENT COUNSELORS	100,600	.24
67 EMPLOYERS MUTAL LIABILITY INSUR CO-WISCONSIN	100,000	.23
68 STATE STREET BOSTON CORP	98,880	.23
69 SORENSEN, ROBERT H#	93,320	.22
70 ATLANTIC RICHFIELD CO	90,000	.21
71 NEW YORK CITY COMPTROLLER'S OFFICE	86,800	.20
72 CONTINENTAL CORP<	86,600	.20
CONTINENTAL CORP/INSUR COS-COMB (86600)		
73 LOS ANGELES CITY RETIREMENT SYSTEM	85,900	.20
74 CONNECTICUT STATE TRUST FUND	80,000J	.19
TOTALS	24,870,654	59.34%

TOP 5 CONTROL 18.96% OF STOCK TOP 15 CONTROL 33.88% OF STOCK
TOP 10 CONTROL 27.46% OF STOCK TOP 20 CONTROL 38.80% OF STOCK

PFIZER

(SHARES O/S: 73,010,000)

Principal Stockholders	Shares	%
1 PRUDENTIAL INSURANCE CO OF AM	2,104,200	2.88
PRUDENTIAL INSUR COS/FUNDS-COMB (2104200)		
2 BANK OF NEW YORK CO INC	1,510,661J	2.06
PFIZER SAV & INVEST PL/INTERNAL (1510661)		
3 MORGAN (J P) & CO INC<	1,365,000	1.86
4 CAPITAL GROUP INC	1,154,500	1.58
CAPITAL GUARDIAN TRUST CO (1154500)		
5 EQUITABLE LIFE ASSUR SOCIETY OF US	1,057,000	1.44
6 JENNISON ASSOCIATES CAPITAL CORP	1,049,200	1.43
7 GENERAL ELECTRIC CO	1,003,600	1.37
GENERAL ELECTRIC PENSION TRUST (1003600)		
8 GIRARD CO	990,014	1.35
9 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	899,705	1.23
BANK OF CALIFORNIA NA (899705)		
10 ROSENBERG CAPITAL MANAGEMENT	828,500	1.13
11 U S TRUST CORP	800,426	1.09
12 MANUFACTURERS HANOVER CORP< (277645)	790,877	1.08
EDIE (LIONEL D) & CO INC (513232)		
13 CALIFORNIA, UNIVERSITY OF	783,236	1.07
14 CITICORP<	782,759	1.07
15 SHILEY, DONALD PEARCE & FAMILY INTERESTS	749,463F	1.02
16 DUPONT FAMILY INTERESTS	737,000	1.00
DU PONT (E I) DE NEMOURS & CO INC (737000)		
17 BABSON (DAVID L) & CO INC*	706,127	.96
18 TEXAS PERMANENT SCHOOL FUND	621,300	.85
19 NEW ENGLAND MUTUAL LIFE INSUR CO	611,472	.83
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (611472)		
20 MACKAY-SHIELDS FINANCIAL CORP	584,400	.80
21 SCUDDER STEVENS & CLARK CO*	553,372	.75
22 NEW JERSEY DIVISION OF INVESTMENTS	550,000J	.75
23 NORTHERN TRUST CORP	537,198	.73

PFIZER - CONTINUED

Principal Stockholders	Shares	%
24 MELLON NATIONAL CORP	491,263	.67
25 CHEMICAL NEW YORK CORP	491,172	.67
26 MINNESOTA STATE BOARD OF INVESTMENT	448,600G	.61
27 METROPOLITAN LIFE INSURANCE CO	437,350H	.59
28 DREYFUS CORP*	425,000	.58
29 MARSH & MCLENNAN COS INC<	423,700	.58
EBERSTADT ASSET MNGT/FDS-COMBINED (423700)		
30 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	418,600	.57
31 MASSACHUSETTS FINANCIAL SERVICES INC*	407,900	.55
32 WESTERN BANCORPORATION<	400,012	.54
33 OHIO STATE TEACHERS RETIR SYSTEM	394,800	.54
34 WELLS FARGO & CO	384,559	.52
35 WERTHEIM & CO INC	371,883	.50
36 KEMPER FAMILY GROUP	351,000	.48
KEMPER INSUR COS/FDS-COMBINED (351000)		
37 SELIGMAN (J & W) & CO+	350,000	.47
SELIGMAN/FUNDS-COMBINED (350000)		
38 AMEKITRUST CO	349,934	.47
39 REPUBLIC OF TEXAS CORP<	348,450	.47
40 FIRST INTERNATIONAL BANCSHARES INC	348,186	.47
41 MERCANTILE BANCORPORATION INC	343,312	.47
42 BANKERS TRUST NEW YORK CORP	342,760	.46
43 CONTINENTAL CORP<	339,700	.46
CONTINENTAL CORP/INSUR COS-COMB (339700)		
44 NEW YORK STATE TEACHERS RETIR FUND	338,100	.46
45 AETNA LIFE & CASUALTY CO	330,000H	.45
AETNA INSUR COS/FDS-COMBINED (330000)		
46 MARYLAND STATE RETIREMENT SYSTEMS	323,000	.44
47 FIRST ATLANTA CORP	306,682	.42
48 NEUBERGER & BERMAN+	290,519	.39
NEUBERGER & BER MNGT/FDS-COMBINED (290519)		
49 HARTFORD NATIONAL CORP	289,378	.39
50 WACHOVIA CORP	271,605	.37
51 HARRIS BANKCORP INC	263,000	.36
52 STRALEM & CO INC	258,100	.35
53 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	250,000	.34
54 NEW YORK STATE COMMON RETIREMENT FUND	250,000H	.34
55 TEXAS TEACHERS RETIR SYSTEM	248,800	.34
56 HELLER (WALTER E) INTERNATIONAL CORP	244,406	.33
AMERICAN NATL BK & TR CO/CHICAGO (244406)		
57 IRVING BANK CORP	243,987	.33
58 FIRST BANK SYSTEM INC	243,160	.33
59 NEW YORK CITY COMPTROLLER'S OFFICE	242,300	.33
60 NORTHWEST BANCORPORATION<	240,956	.33
NORTHWESTERN NATL BK MINNEAPOLIS (240956)		
61 EAGLE MANAGEMENT & TRUST CO	240,000	.32
62 NORTHWEST OHIO BANCSHARES INC	229,148	.31
63 CHASE MANHATTAN CORP	227,923	.31
64 HONG KONG & SHANGHAI BANKING CORP	227,507	.31
MARINE MIDLAND BANKS INC (227507)		
65 NATIONWIDE MUTUAL INSUR CO	220,800H	.30
NATIONWIDE INSUR COS/FUNDS-COMB (220800)		
66 DETROITBANK CORP	219,873	.30
67 PIEDMONT MANAGEMENT CO INC<	214,150	.29
LEXINGTON MANAGEMENT CORP* (214150)		
68 WEISS PECK & GREER*	210,500	.28
69 UNITED STATES STEEL CORP	205,800	.28
US STEEL & CARNEGIE PENSION TR (205800)		
70 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	190,000	.26
71 KAY, JEROME HAROLD	186,124F	.25
72 CAPITAL SUPERVISORS INC	182,600	.25
73 NATIONAL CITY CORP	180,000	[illegible]
74 UNION BANCORP INC	178,895	.24
75 ALABAMA BANCORP	172,795	.23
76 TEXAS STATE EMPLOYEES RETIREMENT SYSTEM	168,400	.23
77 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	168,000	.23
78 HOSPITAL TRUST CORP	166,448	.22
79 FIRST CHICAGO CORP<	162,912	.22
80 MUTUAL LIFE INSURANCE CO OF NY	162,500	.22
81 NEW ENGLAND MERCHANTS CO INC	162,104	.22
82 LINCOLN NATIONAL CORP<	160,629	.22
LINCOLN NATL INSUR/FDS-COMBINED (160629)		
83 FIRST UNION BANCORP	157,530	.21
84 STATE MTL LIFE ASSUR CO OF AMERICA	155,700	.21
STATE MTL LIFE INSUR/FDS-COMBINED (155700)		
85 PITTSBURGH NATIONAL CORP	152,869	.20
86 FIRST PENNSYLVANIA CORP	152,646	.20
87 BATTERYMARCH FINANCIAL MNGT CORP	151,900	.20
88 NATIONAL SECURITIES & RESEARCH CORP*	150,000	.20
89 ROBECO (HOLLAND)	150,000H	.20
90 MIDLAND BANK GROUP< (ENGLAND)	148,235	.20
CROCKER NATIONAL CORP (148235)		
91 PROVIDENT NATIONAL CORP<	146,400	.20
92 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	140,000J	.19
93 CONNECTICUT STATE TRUST FUND	137,000J	.18
94 DETROIT RETIREMENT SYSTEM	135,000J	.18
95 GEORGIA STATE RETIREMENT SYSTEM	132,000	.18
TOTALS	39,417,572	53.98%

TOP 5 CONTROL 9.84% OF STOCK TOP 15 CONTROL 21.73% OF STOCK
TOP 10 CONTROL 16.38% OF STOCK TOP 20 CONTROL 26.20% OF STOCK

PHELPS DODGE

(SHARES O/S 20,718,000)

Principal Stockholders	Shares	%
1 WELLS FARGO & CO	996,516	4.80
2 PRUDENTIAL INSURANCE CO OF AM	666,800	3.21
PRUDENTIAL INSUR COS/FUNDS-COMB (666800)		
3 LORD ABBETT & CO*	658,600	3.17
4 MANUFACTURERS HANOVER CORP< (96836)	606,786	2.92
EDIE (LIONEL D) & CO INC (509950)		
5 CONTINENTAL CORP<	437,168	2.11
CONTINENTAL CORP/INSUR COS-COMB (437168)		
6 CITICORP<	433,971	2.09
7 MORGAN (J P) & CO INC<	354,244	1.70
PHELPS DODGE ESOP-2942 PCTS (107244)		
8 NEW YORK STATE TEACHERS RETIR FUND	311,100	1.50
9 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	300,000	1.44
10 UNITED STATES FIDELITY & GUARANTY CO	199,000	.96
U S FID & GUAR INSUR COS-COMBINED (199000)		
11 BRUNDAGE STORY & ROSE	147,685	.71
12 TRAINER WORTHAM & CO	140,035	.67
13 NEW YORK LIFE INSURANCE CO	131,000	.63
14 FIRST INTERNATIONAL BANCSHARES INC	122,400	.59
15 FORSTMANN-LEFF ASSOCIATES	111,500	.53
16 TEXAS COMMERCE BANCSHARES INC	105,700	.51
17 UNITED VIRGINIA BANKSHARES INC	98,615	.47
18 CONFEDERATION LIFE INSURANCE CO	92,238H	.44
19 ROYAL INSURANCE CO LTD (ENGLAND)	91,000	.43
ROYAL INSURS COS-COMBINED (91000)		
20 NEW YORK CITY COMPTROLLER'S OFFICE	81,700	.39
21 BANK OF NEW YORK CO INC	75,775	.36
22 BANKERS TRUST NEW YORK CORP	75,420	.36
23 MIDLANTIC BANKS INC	67,368	.32
24 NEUBERGER & BERMAN+	67,090	.32
NEUBERGER & BER MNGT/FDS-COMBINED (67090)		
25 NEW ENGLAND MUTUAL LIFE INSUR CO	65,025	.31
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (65025)		
26 AMERICAN EXPRESS CO<	65,000	.31
AMERICAN EXP INSUR COS-COMBINED (65000)		
27 HELLER (WALTER E) INTERNATIONAL CORP	64,620	.31
AMERICAN NATL BK & TR CO/CHICAGO (64620)		
28 COMMONWEALTH EDISON CO	62,400	.30
29 NORTH AMERICAN LIFE ASSUR CO (CANADA)	60,255H	.29
30 FIRST PENNSYLVANIA CORP	52,128	.25
31 TIAA-CREF	51,200	.24
COLLEGE RETIREMENT EQUITIES FUND (51200)		
32 PEMBROKE MANAGEMENT LTD* (CANADA)	50,000	.24
33 BARCLAYS BANK LTD (ENGLAND)	49,000	.23
34 NEW YORK STATE COMMON RETIREMENT FUND	45,800H	.22
35 ADIG ALLGIEMEINE DEUTSCHE INVESTMENT-GMBH	45,000J	.21
ADIG FUNDS-COMBINED (45000)		
36 FIRST EMPIRE STATE CORP	44,515	.21
37 GIRARD CO	43,748	.21
TOTALS	7,070,402	34.12%

TOP 5 CONTROL 16.24% OF STOCK TOP 15 CONTROL 27.11% OF STOCK
TOP 10 CONTROL 23.96% OF STOCK TOP 20 CONTROL 29.3[illegible]% OF STOCK

PHILIP MORRIS

(SHARES O/S 124,504,000)

Principal Stockholders	Shares	%
1 SAROFIM (FAYEZ) & CO	4,784,867	3.84

PHILIP MORRIS - CONTINUED

Principal Stockholders	Shares	%
2 MARSH & MCLENNAN COS INC<	3,398,750	2.72
PUTNAM MNGT/FUNDS-COMBINED (3137250)		
EBERSTADT ASSET MNGT/FDS-COMBINED (261500)		
3 CAPITAL GROUP INC	2,626,700	2.10
CAPITAL GUARDIAN TRUST CO (816700)		
CAPITAL RES & MNGT/FUNDS-COMBINED (1810000)		
4 BATTERYMARCH FINANCIAL MNGT CORP	2,103,400	1.68
5 EQUITABLE LIFE ASSUR SOCIETY OF US	1,907,800	1.53
6 MORGAN (J P) & CO INC<	1,836,000	1.47
7 KIRBY FAMILY GROUP-ALLEGHANY CORP<	1,586,400	1.27
ALLEGHANY CORP (736400)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (850000)		
8 BANKERS TRUST NEW YORK CORP	1,504,104	1.20
9 CHASE MANHATTAN CORP	1,430,979	1.14
10 ROWE PRICE (T) & ASSOCIATES INC*	1,310,498	1.05
11 OHIO STATE TEACHERS RETIR SYSTEM	1,308,900	1.05
12 NEW ENGLAND MUTUAL LIFE INSUR CO	1,231,771	.98
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (1231771)		
13 DREYFUS CORP*	1,200,000	.96
14 STATE STREET RESEARCH & MANAGEMENT CO*	1,181,680	.94
15 MASSACHUSETTS FINANCIAL SERVICES INC*	1,108,000	.88
16 MANUFACTURERS HANOVER CORP< (541142)	1,052,378	.84
EDIE (LIONEL D) & CO INC (511236)		
17 GENERAL ELECTRIC CO	1,028,000	.82
GENERAL ELECTRIC PENSION TRUST (1028000)		
18 FIRST CHICAGO CORP<	1,009,915	.81
19 BANK OF NEW YORK CO INC	971,116	.77
20 CITICORP<	918,520	.73
21 AETNA LIFE & CASUALTY CO	913,648H	.73
AETNA INSUR COS/FDS-COMBINED (913648)		
22 FIRST UNION BANCORP	742,122	.59
23 COOKE & BIELER INC	712,451	.57
24 CHEMICAL NEW YORK CORP	696,175	.55
25 CULLMAN FAMILY INTERESTS#	681,323J	.54
CULLMAN, J F III (472632)		
CULLMAN, HUGH (208691)		
26 MILLER ANDERSON & SHERRERD	670,207	.53
27 NEW YORK STATE COMMON RETIREMENT FUND	666,000H	.53
28 SEARS ROEBUCK & CO	635,800	.51
SEARS INVEST MNGT-PEN & SAVING PLS (308000)		
ALLSTATE INSUR COS/FDS-COMBINED (327800)		
29 ASMUTH FAMILY ASSOCIATES	620,906Y	.49
30 ROBECO (HOLLAND)	620,000H	.49
31 BETHLEHEM STEEL CORP	619,800	.49
BETHLEHEM STEEL CORP PENSION PL (619800)		
32 SCUDDER STEVENS & CLARK CO*	615,260	.49
33 GEORGIA STATE RETIREMENT SYSTEM	598,000	.48
34 WELLS FARGO & CO	597,887	.48
35 WESTERN BANCORPORATION<	588,746	.47
36 THORDIKE DORAN PAINE & LEWIS	585,272	.47
THORNDIKE-WELLINGTON FUNDS-COMB (585272)		
37 CONNECTICUT GENERAL INSURANCE CORP	549,000	.44
CONN GENL INSUR COS/FDS-COMBINED (549000)		
38 KEMPER FAMILY GROUP	543,500	.43
KEMPER INSUR COS/FDS-COMBINED (543500)		
39 DUPONT FAMILY INTERESTS	525,000	.42
DU PONT (E I) DE NEMOURS & CO INC (525000)		
40 SHEARSON LOEB RHOADES INC<	520,842	.41
BOSTON CO INC (520842)		
41 TEXAS PERMANENT SCHOOL FUND	519,700	.41
42 TRUST CO OF THE WEST	499,950	.40
T C W ASSET MANAGEMENT CO (499950)		
43 MARYLAND STATE RETIREMENT SYSTEMS	476,400	.38
44 NEW JERSEY DIVISION OF INVESTMENTS	475,000J	.38
45 PROVIDENT NATIONAL CORP<	463,914	.37
46 ST PAUL COMPANIES INC<	461,800	.37
ST PAUL INSUR COS/FDS-COMBINED (461800)		
47 ROSENBERG CAPITAL MANAGEMENT	457,800	.36
48 MARYLAND NATIONAL CORP	457,600	.36
REDWOOD CAPITAL MNGT INC (457600)		
49 CONTINENTAL ILLINOIS CORP	451,097	.36
50 DONALDSON LUFKIN & JENRETTE INC<	448,835	.36
51 HARRIS BANKCORP INC	446,000	.35
52 METROPOLITAN LIFE INSURANCE CO	433,200H	.34
53 JOHN HANCOCK MUTUAL LIFE INSUR CO	413,990	.33
JOHN HANCOCK/FUNDS-COMBINED (413990)		

PHILIP MORRIS - CONTINUED

Principal Stockholders	Shares	%
54 HELLER (WALTER E) INTERNATIONAL CORP	410,088	.32
AMERICAN NATL BK & TR CO/CHICAGO (410088)		
55 AMERICAN SECURITY CORP (D C)	405,312J	.32
56 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	398,000	.31
57 TEXAS TEACHERS RETIR SYSTEM	383,400	.30
58 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	379,520	.30
NEW COURT CAPITAL MNGT INC (379520)		
59 MERCANTILE BANKSHARES CORP<	362,878	.29
60 UNITED STATES FIDELITY & GUARANTY CO	362,800	.29
U S FID & GUAR INSUR COS-COMBINED (362800)		
61 ROCKEFELLER FAMILY INTERESTS	362,100J	.29
ROCKEFELLER FOUNDATION (362100)		
62 HARVARD UNIVERSITY	356,345	.28
63 EATON & HOWARD VANCE SANDERS INC	346,540	.27
EATON & HOWARD VANCE/FDS-COMB (346540)		
64 UNITED VIRGINIA BANKSHARES INC	339,260	.27
65 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	330,000	.26
66 NEW YORK STATE TEACHERS RETIR FUND	320,900	.25
67 BANKAMERICA CORP<	319,569	.25
68 VALLEY NATIONAL BANK OF ARIZONA	317,991	.25
69 CONTINENTAL CORP<	310,916	.24
CONTINENTAL CORP/INSUR COS-COMB (310916)		
70 BEA ASSOCIATES INC	304,500	.24
71 PRINGLE FLINN ELVINS & DONAHUE INC	298,500	.23
72 NEW ENGLAND MERCHANTS CO INC	281,864	.22
73 SELIGMAN (J & W) & CO+	280,740	.22
SELIGMAN/FUNDS-COMBINED (280740)		
74 STEIN ROE & FARNHAM*	279,074	.22
75 ROTHSCHILD (L F) UNTERBERG TOWBIN	276,000	.22
76 NORTHWEST BANCORPORATION<	273,856	.21
NORTHWESTERN NATL BK MINNEAPOLIS (273856)		
77 NATIONAL DETROIT CORP	267,470	.21
78 RICE UNIVERSITY	259,900	.20
79 CBT CORP	253,872	.20
80 FIRST WISCONSIN CORP	252,432	.20
81 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	208,000J	.16
TOTALS	61,148,870	49.11%

TOP 5 CONTROL 11.90% OF STOCK TOP 15 CONTROL 22.90% OF STOCK
TOP 10 CONTROL 18.06% OF STOCK TOP 20 CONTROL 26.90% OF STOCK

PHILLIPS PETROLEUM

(SHARES O/S: 154,428,000)

Principal Stockholders	Shares	%
1 FIRST NATIONAL BANK IN BARTLESVILLE	11,194,464	7.24
PHILLIPS PETROLEUM THRIFT PLAN/13052		
PCTS (10062141)		
PHILLIPS PETROLEUM ESOP-14377 (407581)		
2 MORGAN (J P) & CO INC< (3901000)	4,222,000	2.73
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (321000)		
3 CAPITAL GROUP INC	3,932,800	2.54
CAPITAL GUARDIAN TRUST CO (2764800)		
CAPITAL RES & MNGT/FUNDS-COMBINED (1168000)		
4 CITICORP<	2,503,026	1.62
5 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	2,307,200	1.49
6 NATIONAL DETROIT CORP	1,628,293	1.05
7 TIAA-CREF	1,465,000	.94
COLLEGE RETIREMENT EQUITIES FUND (1465000)		
8 BANKAMERICA CORP<	1,417,696	.91
9 WELLS FARGO & CO	1,373,766	.88
10 MANUFACTURERS HANOVER CORP< (447312)	1,305,585	.84
EDIE (LIONEL D) & CO INC (858273)		
11 MELLON NATIONAL CORP	1,114,197	.72
12 CHASE MANHATTAN CORP	1,112,099	.72
13 EQUITABLE LIFE ASSUR SOCIETY OF US	1,073,500	.69
14 BROWN BROS HARRIMAN & CO	1,044,910	.67
15 BANK OF NEW YORK CO INC	977,458	.63
16 LORD ABBETT & CO*	918,820	.59
17 FIDELCOR INC	896,765	.58
18 ROWE PRICE (T) & ASSOCIATES INC*	847,330	.54
19 NORTHERN TRUST CORP	776,473	.50
20 SELIGMAN (J & W) & CO+	734,512	.47
SELIGMAN/FUNDS-COMBINED (734512)		
21 TEXAS PERMANENT SCHOOL FUND	689,000	.44
22 WESTERN BANCORPORATION<	670,461	.43
23 NEW YORK STATE COMMON RETIREMENT FUND	670,100H	.43

PHILLIPS PETROLEUM - CONTINUED

Principal Stockholders	Shares	%
24 NEW ENGLAND MUTUAL LIFE INSUR CO	668,544	.43
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (668544)		
25 FORSTMANN-LEFF ASSOCIATES	645,200	.41
26 UNITED STATES STEEL CORP	614,776	.39
US STEEL & CARNEGIE PENSION TR (614776)		
27 U S TRUST CORP	611,204	.39
28 DUPONT FAMILY INTERESTS	597,327	.38
WILMINGTON TRUST CO (597327)		
29 NEW YORK STATE TEACHERS RETIR FUND	583,400	.37
30 FIRST PENNSYLVANIA CORP	579,781	.37
31 FIRST UNION BANCORP	565,205	.36
32 HELLER (WALTER E) INTERNATIONAL CORP	550,179	.35
AMERICAN NATL BK & TR CO/CHICAGO (550179)		
33 CONTINENTAL ILLINOIS CORP	531,097	.34
34 TEXAS TEACHERS RETIR SYSTEM	522,200	.33
35 GEORGIA STATE RETIREMENT SYSTEM	519,000	.33
36 BETHLEHEM STEEL CORP	507,600	.32
BETHLEHEM STEEL CORP PENSION PL (507600)		
37 AMERITRUST CO	505,557	.32
38 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	491,800	.31
39 CBT CORP	484,891	.31
40 FIRST CHICAGO CORP<	480,194	.31
41 GENERAL ELECTRIC CO	476,300	.30
GENERAL ELECTRIC PENSION TRUST (476300)		
42 FMR CORP	467,500	.30
FIDELITY MNGT & RESEARCH CO* (467500)		
43 HOSPITAL TRUST CORP	445,914	.28
44 FIRST BANK SYSTEM INC	440,716	.28
45 KEMPER FAMILY GROUP	439,858	.28
KEMPER INSUR COS/FDS-COMBINED (439858)		
46 SHEARSON LOEB RHOADES INC<	432,128	.27
BERNSTEIN-MACAULEY INC (432128)		
47 NEW ENGLAND MERCHANTS CO INC	431,048	.27
48 MINNESOTA STATE BOARD OF INVESTMENT	429,000G	.27
49 SCUDDER STEVENS & CLARK CO*	423,851	.27
50 DONALDSON LUFKIN & JENRETTE INC<	422,500	.27
51 STATE STREET RESEARCH & MANAGEMENT CO*	421,000	.27
52 ROBECO (HOLLAND)	400,000H	.25
53 AETNA LIFE & CASUALTY CO	397,400H	.25
AETNA INSUR COS/FDS-COMBINED (397400)		
54 BANKERS TRUST NEW YORK CORP	388,338	.25
55 THORDIKE DORAN PAINE & LEWIS	379,747	.24
THORNDIKE-WELLINGTON FUNDS-COMB (379747)		
56 PROVIDENT NATIONAL CORP<	376,217	.24
57 MASSACHUSETTS FINANCIAL SERVICES INC*	351,500	.22
58 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	350,000	.22
59 AMERICAN GENERAL INSURANCE CO<	341,300	.22
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (341300)		
60 BATTERYMARCH FINANCIAL MNGT CORP	338,600	.21
61 AMERICAN SECURITY CORP (D C)	334,696J	.21
62 LINCOLN NATIONAL CORP<	329,728	.21
LINCOLN NATL INSUR/FDS-COMBINED (329728)		
63 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	323,200	.20
64 TEXAS, UNIVERSITY OF	318,200	.20
65 CENTURY CAPITAL ASSOCIATES	309,700	.20
66 NEW YORK CITY COMPTROLLER'S OFFICE	264,000	.17
67 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	260,000J	.16
TOTALS	62,625,851	40.55%

TOP 5 CONTROL 15.64% OF STOCK   TOP 15 CONTROL 23.74% OF STOCK
TOP 10 CONTROL 20.30% OF STOCK   TOP 20 CONTROL 26.44% OF STOCK

PILLSBURY

(SHARES O/S: 20,031,000)

Principal Stockholders	Shares	%
1 NATIONAL DETROIT CORP	1,327,927	6.62
2 STATE STREET RESEARCH & MANAGEMENT CO*	1,040,400	5.19
3 MORGAN (J P) & CO INC<	1,015,000	5.06
4 BANKERS TRUST NEW YORK CORP	426,775	2.13
5 BRINKER, NORMAN E & FAMILY#	401,646	2.00
6 PROVIDENT NATIONAL CORP<	367,040	1.83
7 NEW YORK STATE COMMON RETIREMENT FUND	351,000H	1.75
8 ROWE PRICE (T) & ASSOCIATES INC*	334,150	1.66
9 PILLSBURY FAMILY INTERESTS#	294,244	1.46
PILLSBURY, GEORGE S & FAMILY (116402)		
PILLSBURY, JOHN S JR & FAMILY (177842)		

PILLSBURY - CONTINUED

Principal Stockholders	Shares	%
10 MILLER ANDERSON & SHERRERD	290,220	1.44
11 FIRST ATLANTA CORP	262,780	1.31
12 NORTHWEST BANCORPORATION<	233,623	1.16
PILLSBURY STOCK PURCHASE & INVESTMENT PLAN/INTERNAL (149534)		
13 TOTINO, JAMES R & FAMILY ASSOC	229,826X	1.14
14 JOHN HANCOCK MUTUAL LIFE INSUR CO	217,800	1.08
JOHN HANCOCK/FUNDS-COMBINED (217800)		
15 MINNESOTA STATE BOARD OF INVESTMENT	212,000G	1.05
16 FMR CORP	205,500	1.02
FIDELITY MNGT & RESEARCH CO* (121500)		
FMR/FUNDS-COMBINED (84000)		
17 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	200,000	.99
18 NEW YORK LIFE INSURANCE CO	175,600	.87
19 MARINE BANCORP INC	164,142	.81
20 ILLINOIS STATE TEACHERS RETIR SYSTEM	160,000J	.79
21 ODANIEL, FINIS A	160,000F	.79
22 KIRBY FAMILY GROUP-ALLEGHANY CORP<	150,000	.74
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (150000)		
23 NORTHERN TRUST CORP	149,591	.74
24 FIRST NATIONAL CHARTER CORP	145,040	.72
25 ST PAUL COMPANIES INC<	144,000	.71
ST PAUL INSUR COS/FDS-COMBINED (144000)		
26 UNITED MISSOURI BANCSHARES INC	136,000	.67
27 GEORGIA STATE RETIREMENT SYSTEM	135,000	.67
28 ATLANTIC RICHFIELD CO	125,000	.62
29 ALLENDALE GROUP<	112,200	.56
ALLENDALE INSUR COS-COMBINED (112200)		
30 BERNHARD (ARNOLD) & CO INC*	110,600	.55
VALUE LINE MNGR/FUNDS-COMBINED (110600)		
31 WRAY, PETER G FAMILY & ASSOC#	109,646	.54
32 FIRST BANK SYSTEM INC	107,496	.53
33 VAGNINO, PETER & FAMILY	102,886J	.51
34 LAZARD FRERES & CO	101,800	.50
35 EXTENDICARE LTD (CANADA)	100,000H	.49
CROWN LIFE INSURANCE CO (100000)		
36 AMERICAN EXPRESS CO<	95,000	.47
AMERICAN EXP INSUR COS-COMBINED (95000)		
37 HANES, WILLIAM C & FAMILY	92,590H	.46
38 MCLAMORE, JAMES W & FAMILY#	79,020	.39
39 FEDERATED INVESTORS INC<	78,455	.39
FEDERATED RESEARCH CORP*		
FEDERATED RESEARCH FUNDS-COMBINED (78455)		
40 THOMPSON, JOHN R JR	78,000D	.38
41 HELLER (WALTER E) INTERNATIONAL CORP	76,670	.38
AMERICAN NATL BK & TR CO/CHICAGO (76670)		
42 WAITE & CORRENTI	76,000	.37
43 MULLER, ADA	75,291F	.37
44 NEW ENGLAND MUTUAL LIFE INSUR CO	75,155	.37
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (75155)		
45 DEAN WITTER REYNOLDS ORGANIZATION INC	73,700	.36
46 COSGROVE, ROBERT C#	72,194	.36
47 WELLS FARGO & CO	71,609	.35
48 HOFFMAN, FRANCIS V	71,170D	.35
49 GRUMMAN CORP	70,000J	.34
50 PROVIDENT LIFE & ACCIDENT INSUR CO	68,400	.34
51 LIBERTY NATIONAL BANCORP INC	59,900	.29
52 NATIONAL SECURITIES & RESEARCH CORP*	58,000	.28
NSR ASSET MNGT/FUNDS-COMBINED (58000)		
53 MORTON, ROGERS C B#	49,500D	.24
54 GIRARD CO	48,724	.24
55 DUPONT FAMILY INTERESTS	48,321	.24
WILMINGTON TRUST CO (48321)		
56 MARSHALL & ILSLEY CORP	47,736	.23
57 STANDISH AYER & WOOD INC*	46,000	.22
58 BARCLAYS BANK LTD (ENGLAND)	42,000	.20
59 HENRICKSEN, HENRY M	41,772D	.20
60 FIRST CHICAGO CORP<	41,699	.20
TOTALS	11,435,838	57.09%

TOP 5 CONTROL 21.02% OF STOCK   TOP 15 CONTROL 34.96% OF STOCK
TOP 10 CONTROL 29.19% OF STOCK   TOP 20 CONTROL 39.48% OF STOCK

PITNEY-BOWES

(SHARES O/S: 13,812,000)

Principal Stockholders	Shares	%
1 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	680,700	4.92
NEW COURT CAPITAL MNGT INC (680700)		
2 MADISON FUND INC	500,000	3.62
3 MANUFACTURERS HANOVER CORP< (113852)	490,652	3.55
EDIE (LIONEL D) & CO INC (376800)		
4 FIRST CHICAGO CORP<	473,729	3.42
5 CAPITAL GROUP INC	430,000	3.11
CAPITAL RES & MNGT/FUNDS-COMBINED (430000)		
6 NEW YORK STATE TEACHERS RETIR FUND	373,900	2.70
7 LINCOLN CAPITAL MANAGEMENT CO	265,600	1.92
8 REICH & TANG INC	245,466	1.77
9 AETNA LIFE & CASUALTY CO	228,600H	1.65
AETNA INSUR COS/FDS-COMBINED (228600)		
10 STATE MTL LIFE ASSUR CO OF AMERICA	225,000	1.62
STATE MTL LIFE INSUR/FDS-COMBINED (225000)		
11 MORGAN (J P) & CO INC<	207,000	1.49
12 THORDIKE DORAN PAINE & LEWIS	194,300	1.40
THORNDIKE-WELLINGTON FUNDS-COMB (194300)		
13 PIONEER GROUP INC	187,100	1.35
PIONEERING MNGT/FUNDS-COMB		
14 CRITERON MANAGEMENT CORP (155640)	184,640	1.33
FUNDS INC* (29000)		
15 CRUM & FORSTER<	170,200	1.23
CRUM & FORSTER INSUR COS-COMBINED (170200)		
16 GENERAL ACCID FIRE & LIFE INSUR (ENG)	163,600H	1.18
GENERAL ACCID INSUR COS-COMBINED (163600)		
17 SAFECO CORP<	161,886H	1.17
SAFECO INSUR COS & FDS-COMBINED (161886)		
18 AMERICAN NATIONAL FINANCIAL CORP<	150,000H	1.08
AMER NATL INSUR COS/FDS-COMBINED (150000)		
19 CAMPBELL ADVISORS INC	140,800	1.01
20 NEW YORK STATE COMMON RETIREMENT FUND	135,000H	.97
21 AMERICAN GENERAL INSURANCE CO<	128,400	.92
AMERICAN GENL INSUR CO-COMBINED (58400)		
AMERICAN GENERAL FDS-COMBINED (70000)		
22 ATLANTA CAPITAL MNGT CORP	114,800	.83
23 PRINCETON UNIVERSITY	100,000F	.72
24 WELLS FARGO & CO	89,160	.64
25 DEAN WITTER REYNOLDS ORGANIZATION INC	88,700	.64
26 BANKERS TRUST NEW YORK CORP	86,747	.62
27 ARGUS RESEARCH CORP	83,000	.60
ARGUS INVESTORS COUNSEL INC (83000)		
28 KEMPER FAMILY GROUP	70,300	.50
KEMPER INSUR COS/FDS-COMBINED (70300)		
29 ANDRECOM ADVISORS CORP	69,400	.50
30 BEA ASSOCIATES INC	65,000	.47
31 MC MORGAN & CO	64,900	.46
32 PITTSBURGH NATIONAL CORP	60,306	.43
33 NEVADA PUBLIC EMPLOYEES RETIR SYSTEM	60,000	.43
34 PESCATELLO, MICHAEL & CO INC	60,000	.43
35 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	55,000	.39
36 EQUITABLE BANCORPORATION	52,050	.37
37 HELLER (WALTER E) INTERNATIONAL CORP	51,595	.37
AMERICAN NATL BK & TR CO/CHICAGO (51595)		
38 NEUBERGER & BERMAN+	47,700	.34
NEUBERGER & BER MNGT/FDS-COMBINED (47700)		
39 WINTERS NATIONAL CORP	46,200	.33
40 TRAINER WORTHAM & CO	45,972	.33
41 CONNECTICUT STATE TRUST FUND	43,000J	.31
42 THORSON BROWN INC	40,194	.29
43 KOHNLE, JOHN E#	40,072J	.29
44 NORTHWESTERN MUTUAL LIFE INSUR CO	40,000	.28
45 AMERITRUST CO	38,054	.27
46 EXTENDICARE LTD (CANADA)	35,000H	.25
CROWN LIFE INSURANCE CO (35000)		
47 GIROZENTRALE UND BK DER OSTERREICH SPARK (AU)	30,000H	.21
SPARINVEST-KAPITALANLAGEGESELLSCHAFT MBH* (		
48 FIFTH THIRD BANK	29,413	.21
49 CONTINENTAL ILLINOIS CORP	28,900	.20
TOTALS	7,372,036	53.37%

TOP 5 CONTROL 18.64% OF STOCK   TOP 15 CONTROL 35.16% OF STOCK
TOP 10 CONTROL 28.33% OF STOCK   TOP 20 CONTROL 40.60% OF STOCK

POLAROID

(SHARES O/S: 32,855,000)

Principal Stockholders	Shares	%
1 LAND, EDWIN H FAMILY INTERESTS#	4,093,178J	12.45
LAND, EDWIN & FAMILY (3624947)		
ROWLAND FOUNDATION (468231)		
2 CAPITAL GROUP INC	1,100,000	3.34
CAPITAL RES & MNGT/FUNDS-COMBINED (1100000)		
3 FIRST NATIONAL BOSTON CORP	1,001,800	3.04
4 BANKAMERICA CORP<	947,376	2.88
5 FMR CORP	934,000	2.84
FIDELITY MNGT & RESEARCH CO* (332200)		
FMR/FUNDS-COMBINED (601800)		
6 MORGAN (J P) & CO INC< (265000)	455,000	1.38
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (190000)		
7 CONTINENTAL INVESTMENT CORP<	396,900	1.20
WADDELL & REED FDS-COMBINED (396900)		
8 STATE FARM MUTL AUTOMOBILE INSUR CO	350,000H	1.06
STATE FARM INSUR COS-COMBINED (350000)		
9 MARSH & MCLENNAN COS INC<	338,000	1.02
EBERSTADT ASSET MNGT/FDS-COMBINED (338000)		
10 BEA ASSOCIATES INC	323,000	.98
11 ROTHSCHILD (L F) UNTERBERG TOWBIN	317,000	.96
12 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	300,000J	.91
13 STATE STREET RESEARCH & MANAGEMENT CO*	294,900	.89
14 BANKERS TRUST NEW YORK CORP	256,020	.77
15 WILMINGTON CAPITAL MNGT	242,200	.73
16 PIONEER GROUP INC	198,200	.60
PIONEERING MNGT/FUNDS-COMB		
17 VILAS FISCHER ASSOCIATES LTD	194,600	.59
18 PRINCETON UNIVERSITY	164,000F	.49
19 HONG KONG & SHANGHAI BANKING CORP	163,483	.49
MARINE MIDLAND BANKS INC (163483)		
20 WELLS FARGO & CO	159,550	.48
21 WALL PATTERSON MCGREW & RICHARDS INC	156,250	.47
22 ROBECO (HOLLAND)	150,000H	.45
23 CONNECTICUT GENERAL INSURANCE CORP	137,700	.41
CONN GENL INSUR COS/FDS-COMBINED (137700)		
24 HELLER (WALTER E) INTERNATIONAL CORP	132,924	.40
AMERICAN NATL BK & TR CO/CHICAGO (132924)		
25 ALLENDALE GROUP<	126,900	.38
ALLENDALE INSUR COS-COMBINED (126900)		
26 WESTERN BANCORPORATION<	119,041	.36
27 ROWE PRICE (T) & ASSOCIATES INC*	117,286	.35
28 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	117,000	.35
29 FIRST PENNSYLVANIA CORP	114,110	.34
30 HARVARD UNIVERSITY	111,900	.34
31 FIRST INVESTORS CORP*	109,400	.33
32 OPPENHEIMER HOLDINGS INC+	105,600	.32
33 SILVER, JULIUS FAMILY & AFFILIATES#	104,103J	.31
34 NEW YORK STATE COMMON RETIREMENT FUND	104,000H	.31
35 AMERICAN NATIONAL FINANCIAL CORP<	100,000H	.30
AMER NATL INSUR COS/FDS-COMBINED (100000)		
36 STONE, W CLEMENT FAMILY INTERESTS	83,500	.25
COMBINED INSUR COS-COMBINED (83500)		
37 NEW ENGLAND MUTUAL LIFE INSUR CO	82,725	.25
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (82725)		
38 SALOMON BROTHERS	73,900	.22
39 AMERITRUST CO	71,406	.21
40 BATTERYMARCH FINANCIAL MNGT CORP	71,400	.21
41 CORNELL UNIVERSITY	70,600	.21
42 FIRST UNION BANCORP	69,506	.21
43 NATIONAL CITY CORP	69,000	.21
TOTALS	14,627,458	44.52%

TOP 5 CONTROL 24.58% OF STOCK   TOP 15 CONTROL 34.54% OF STOCK
TOP 10 CONTROL 30.25% OF STOCK   TOP 20 CONTROL 37.22% OF STOCK

PORTER (H K) CO

(SHARES O/S: 1,173,000)

Principal Stockholders	Shares	%
1 EVANS, THOMAS MELLON FAMILY INTERESTS#	872,924J	74.41
EVANS, THOMAS M & FAMILY (729698)		
EVANS, E P & AFFILIATES (108604)		
EVANS, THOMAS MELLON JR (34622)		
2 THORDIKE DORAN PAINE & LEWIS	2,600	.22
THORNDIKE-WELLINGTON FUNDS-COMB (2600)		
3 GARDNER, D R#	2,000J	.17

PORTER - CONTINUED

Principal Stockholders	Shares	%
4 HUNT, R A JR#	1,287J	.10
TOTALS	878,811	74.91%

TOP 5 CONTROL 74.91% OF STOCK TOP 15 CONTROL 74.91% OF STOCK
TOP 10 CONTROL 74.91% OF STOCK TOP 20 CONTROL 74.91% OF STOCK

POTLATCH CORP

(SHARES O/S 15,160,000)

Principal Stockholders	Shares	%
1 MURPHY OIL CORP	935,000	6.16
2 WEYERHAEUSER, FREDERICK T & FAMILY#	713,098J	4.70
3 MORGAN (J P) & CO INC<	699,000	4.61
4 BRUNDAGE STORY & ROSE	401,470	2.64
5 DAVIS, FREDERICK W & FAMILY#	370,456J	2.44
6 DONALDSON LUFKIN & JENRETTE INC<	240,000	1.58
7 FIRST BANK SYSTEM INC	210,860	1.39
8 JEWETT, GEORGE F JR#	154,525J	1.01
9 WELLS FARGO & CO	142,490	.93
POTLATCH SALARIED EMPLOYEES STOCK OWNERSHIP PL-1776 PCTS (84490)		
POTLATCH SAL EMP SAV INV PL-1489 (5092)		
10 MIDLAND BANK GROUP< (ENGLAND)	138,180	.91
CROCKER NATIONAL CORP (138180)		
11 MADDEN, RICHARD B & FAMILY#	92,591J	.61
12 CHEMICAL NEW YORK CORP	88,100	.58
13 WESTERN BANCORPORATION<	86,354	.56
14 STEIN ROE & FARNHAM*	85,476	.56
15 FIDUCIARY TRUST CO OF NEW YORK	55,550	.36
FIDUCIARY TRUST/FUNDS-COMBINED (55550)		
16 NEW YORK STATE COMMON RETIREMENT FUND	55,000H	.36
17 HELLER (WALTER E) INTERNATIONAL CORP	46,600	.30
AMERICAN NATL BK & TR CO/CHICAGO (46600)		
18 LAZARD FRERES & CO	45,000	.29
19 STEELE, RODERICK M#	44,416J	.29
20 CONGREVE, RICHARD N	38,553J	.25
21 MARSH & MCLENNAN COS INC<	35,500	.23
PUTNAM MNGT/FUNDS-COMBINED (35500)		
22 SELIGMAN (J & W) & CO+	35,284	.23
SELIGMAN/FUNDS-COMBINED (35284)		
23 KENDALL, HARRY T JR	34,856J	.22
24 PESCATELLO, MICHAEL & CO INC	34,000	.22
25 COLUMBIA UNIVERSITY	32,800	.21
26 EATON & HOWARD VANCE SANDERS INC	32,540	.21
EATON & HOWARD VANCE/FDS-COMB (32540)		
27 BANKERS TRUST NEW YORK CORP	32,220	.21
28 RICE HALL JAMES & ASSOCIATES	31,950	.21
29 LEAVENS, WILLIAM	30,000J	.19
TOTALS	4,941,869	32.59%

TOP 5 CONTROL 20.57% OF STOCK TOP 15 CONTROL 29.11% OF STOCK
TOP 10 CONTROL 26.41% OF STOCK TOP 20 CONTROL 30.62% OF STOCK

PPG INDUSTRIES

(SHARES O/S 32,431,000)

Principal Stockholders	Shares	%
1 PITCAIRN FAMILY INTERESTS	4,898,434	15.10
PITCAIRN CO (4898434)		
2 MELLON NATIONAL CORP	2,743,696	8.46
PPG EMP SAVINGS PL-11816 PCTS (2220757)		
PPG EMP THRIFT PLANS-2434 PCTS (103639)		
3 DUPONT FAMILY INTERESTS	932,900	2.87
DU PONT (E I) DE NEMOURS & CO INC (932900)		
4 TIAA-CREF	700,000	2.15
COLLEGE RETIREMENT EQUITIES FUND (700000)		
5 BATTERYMARCH FINANCIAL MNGT CORP	668,000	2.05
6 TELEDYNE INC	504,800	1.55
TELEDYNE INSUR COS-COMBINED (504800)		
7 LORD ABBETT & CO*	472,200	1.45
8 TEXAS TEACHERS RETIR SYSTEM	437,785	1.34
9 PITTSBURGH NATIONAL CORP	307,577	.94
10 AMERITRUST CO	266,296	.82
11 BETHLEHEM STEEL CORP	238,500	.73
BETHLEHEM STEEL CORP PENSION PL (238500)		
12 GIRARD CO	213,319	.65
13 MASSACHUSETTS MUTUAL LIFE INSUR CO	206,050	.63
MASS MUTUAL INSUR CO/FUNDS-COMB (206050)		

PPG INDUSTRIES - CONTINUED

Principal Stockholders	Shares	%
14 KIRBY FAMILY GROUP-ALLEGHANY CORP<	200,000	.61
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (200000)		
15 UNION NATIONAL BK OF PITTSBURGH	197,388	.60
16 TEXAS PERMANENT SCHOOL FUND	195,900	.60
17 BANKERS TRUST NEW YORK CORP	193,790	.59
PPG TRASOP-19127 PCTS (106171)		
18 GENERAL ELECTRIC CO	192,350	.59
GENERAL ELECTRIC PENSION TRUST (192350)		
19 CONTINENTAL CORP<	161,352	.49
CONTINENTAL CORP/INSUR COS-COMB (161352)		
20 GENERAL ACCID FIRE & LIFE INSUR (ENG)	142,896H	.44
GENERAL ACCID INSUR COS-COMBINED (142896)		
21 MERCANTILE BANCORPORATION INC	135,180	.41
22 FLORIDA STATE BOARD OF ADMINISTRATION	130,000	.40
23 BEA ASSOCIATES INC	126,800	.39
24 WELLS FARGO & CO	125,991	.38
25 AETNA LIFE & CASUALTY CO	125,050	.38
AETNA INSUR COS/FDS-COMBINED (125050)		
26 MORGAN (J P) & CO INC<	123,000	.37
27 EXXON CORP	118,150	.36
28 PROVIDENT NATIONAL CORP<	116,274	.35
29 MERCANTILE BANKSHARES CORP<	114,107	.35
30 HELLER (WALTER E) INTERNATIONAL CORP	112,432	.34
AMERICAN NATL BK & TR CO/CHICAGO (112432)		
31 CAPITAL GROUP INC	110,000	.33
CAPITAL RES & MNGT/FUNDS-COMBINED (110000)		
32 ROTHSCHILD (L F) UNTERBERG TOWBIN	100,000	.30
33 EXTENDICARE LTD (CANADA)	99,750H	.30
CROWN LIFE INSURANCE CO (99750)		
34 HERITAGE WISCONSIN CORP	94,150	.29
35 ARGUS RESEARCH CORP	87,000	.26
ARGUS INVESTORS COUNSEL INC (87000)		
36 WESTERN BANCORPORATION<	7[illegible],691	.23
37 PEW FAMILY INTERESTS	69,035	.21
38 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	64,500	.19
TOTALS	15,802,343	48.72%

TOP 5 CONTROL 30.65% OF STOCK TOP 15 CONTROL 40.04% OF STOCK
TOP 10 CONTROL 36.79% OF STOCK TOP 20 CONTROL 42.77% OF STOCK

PROCTER & GAMBLE

(SHARES O/S 82,554,000)

Principal Stockholders	Shares	%
1 PROCTER & GAMBLE CO	10,473,223	12.68
PROCTER & GAMBLE PROF SHAR DIVIDEND & TRUST PLANS (10403600)		
PROCTER & GAMBLE EMP ST PUR PL (69623)		
2 CENTRAL BANCORP INC	2,477,023	3.00
3 FIFTH THIRD BANK	1,648,173	1.99
4 MORGAN (J P) & CO INC<	1,227,000	1.48
5 NATIONAL DETROIT CORP	1,219,687	1.47
6 CITICORP<	1,133,787	1.37
7 MANUFACTURERS HANOVER CORP<	950,102	1.15
EDIE (LIONEL D) & CO INC (950102)		
8 FIRST NATIONAL BOSTON CORP	888,705	1.07
9 TIAA-CREF	877,200	1.06
COLLEGE RETIREMENT EQUITIES FUND (877200)		
10 CAPITAL GROUP INC	850,400	1.03
CAPITAL GUARDIAN TRUST CO (650400)		
CAPITAL RES & MNGT/FUNDS-COMBINED (200000)		
11 FIRST NATIONAL CINCINNATI CORP	758,449	.91
12 NEW YORK STATE TEACHERS RETIR FUND	747,900	.90
13 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	746,158	.90
BANK OF CALIFORNIA NA (746158)		
14 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	684,000	.82
15 WELLS FARGO & CO	675,951	.81
16 CALIFORNIA, UNIVERSITY OF	635,694	.77
17 GIRARD CO	574,369	.69
18 COOLIDGE, LAWRENCE	548,787	.66
19 U S TRUST CORP	518,774	.62
20 TRAVELERS CORP<	417,554	.50
TRAVELERS/KEYSTONE FUNDS-COMBINED (417554)		
21 MELLON NATIONAL CORP	375,315	.45
22 WISCONSIN INVESTMENT BOARD	360,800	.43
23 BANKERS TRUST NEW YORK CORP	328,149	.39
24 OHIO STATE TEACHERS RETIR SYSTEM	325,000	.39

PROCTER & GAMBLE - CONTINUED

Principal Stockholders	Shares	%
25 TEXAS PERMANENT SCHOOL FUND	288,900	.34
26 MERCANTILE BANKSHARES CORP<	288,097	.34
27 HELLER (WALTER E) INTERNATIONAL CORP	276,435	.33
AMERICAN NATL BK & TR CO/CHICAGO (276435)		
28 NORTHERN TRUST CORP	272,051	.32
29 BATTERYMARCH FINANCIAL MNGT CORP	264,048	.31
30 BROKAW CAPITAL MANAGEMENT CO INC	256,600	.31
31 MARSH & MCLENNAN COS INC<	256,384	.31
EBERSTADT ASSET MNGT/FDS-COMBINED (256384)		
32 NEW YORK STATE COMMON RETIREMENT FUND	250,000H	.30
33 HARRIS BANKCORP INC	238,000	.28
34 MILLER ANDERSON & SHERRERD	231,132	.27
35 AMERITRUST CO	224,854	.27
36 DODGE & COX INC*	216,932	.26
37 FIRST SECURITY CORP	213,588	.25
38 LIBERTY MUTUAL INSURANCE CO	209,400H	.25
39 HARVARD UNIVERSITY	201,831	.24
40 MERCANTILE BANCORPORATION INC	198,755	.24
41 BETHLEHEM STEEL CORP	192,900	.23
BETHLEHEM STEEL CORP PENSION PL (192900)		
42 FIRST UNION BANCORP	189,618	.22
43 NEW ENGLAND MERCHANTS CO INC	189,525	.22
44 CONTINENTAL CORP<	186,940	.22
CONTINENTAL CORP/INSUR COS-COMB (186940)		
45 BABSON (DAVID L) & CO INC*	182,722	.22
46 UNITED STATES STEEL CORP	181,200	.21
US STEEL & CARNEGIE PENSION TR (1[illegible]1200)		
47 FORD FOUNDATION	180,000	.21
48 MARINE BANCORP INC	179,135	.21
49 ILLINOIS STATE TEACHERS RETIR SYSTEM	175,000J	.21
50 SCUDDER STEVENS & CLARK CO*	173,455	.21
51 SECURITY PACIFIC CORP<	173,237	.20
52 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	173,000	.20
TOTALS	35,505,939	43.00%

TOP 5 CONTROL 20.64% OF STOCK   TOP 15 CONTROL 30.71% OF STOCK
TOP 10 CONTROL 26.34% OF STOCK   TOP 20 CONTROL 33.98% OF STOCK

PUREX INDUSTRIES

(SHARES O/S: 11,265,000)

Principal Stockholders	Shares	%
1 ESMARK INC	774,500	6.87
2 DELAWARE MANAGEMENT CO INC*	565,600	5.02
3 TIAA-CREF	550,000	4.88
COLLEGE RETIREMENT EQUITIES FUND (550000)		
4 FMR CORP	269,600	2.39
FIDELITY MNGT & RESEARCH CO* (230000)		
FMR/FUNDS-COMBINED (39600)		
5 RUBOTTOM FAMILY INTERESTS#	242,550	2.15
RUBOTTOM, WADE B & FAMILY (225708)		
PELLETIER, RENEE D & FAMILY (1226)		
PELLETIER & PRECOURT MEMORIAL FOUND (15616)		
6 UNITED STATES STEEL CORP	190,229	1.68
US STEEL & CARNEGIE PENSION TR (190229)		
7 WELLS FARGO & CO	183,330	1.62
8 CAPITAL GROUP INC	181,500	1.61
CAPITAL RES & MNGT/FUNDS-COMBINED (181500)		
9 MINNESOTA MUTUAL LIFE INSUR CO	119,800	1.06
10 DUPONT FAMILY INTERESTS	103,000	.91
DELFI MANAGEMENT INC* (103000)		
11 MYERS, JOHN W#	100,106	.88
12 SELIGMAN (J & W) & CO+	100,000	.88
SELIGMAN/FUNDS-COMBINED (100000)		
13 WRIGHT INVESTORS' SERVICE	95,700	.84
14 SECURITY PACIFIC CORP<	90,040	.79
15 HELLER (WALTER E) INTERNATIONAL CORP	77,100	.68
AMERICAN NATL BK & TR CO/CHICAGO (77100)		
16 BURKE, EDWIN M#	70,050	.62
17 MURPHY FAVRE INC+	60,000	.53
COMPOSITE RESEARCH & MANAGEMENT CO*		
COMPOSITE FUNDS-COMBINED (60000)		
18 TINCHER, WILLIAM R & FAMILY#	53,227	.47
19 REPUBLIC OF TEXAS CORP<	53,200	.47
20 RCA CORP	51,000H	.45
CIT FINANCIAL CORP< (51000)		
21 LOEB, JOHN H#	47,516	.42
22 WESTERN BANCORPORATION<	46,746	.41

PUREX INDUSTRIES - CONTINUED

Principal Stockholders	Shares	%
23 TICOR	43,416	.38
TITLE INSUR & TRUST CO (43416)		
24 BANKERS TRUST NEW YORK CORP	42,900	.38
25 CITICORP<	42,555	.37
26 BANK OF NEW YORK CO INC	33,148	.29
27 DARTMOUTH COLLEGE	25,000J	.22
28 FIDELCOR INC	24,000	.21
TOTALS	4,235,813	37.60%

TOP 5 CONTROL 21.32% OF STOCK   TOP 15 CONTROL 32.33% OF STOCK
TOP 10 CONTROL 28.22% OF STOCK   TOP 20 CONTROL 34.89% OF STOCK

QUAKER OATS

(SHARES O/S: 19,812,000)

Principal Stockholders	Shares	%
1 BRONFAM FAMILY INTERESTS (CANADA)	961,700	4.85
BRASCAN LTD (961700)		
2 STUART FAMILY & ASSOCIATES#	513,584	2.59
STUART, ROBERT D JR (402764)		
HART, AUGUSTIN S JR & FAMILY (110820)		
3 NORTHERN TRUST CORP	454,893	2.29
QUAKER PROF SHARING & INVEST PL (108000)		
QUAKER ST SHARING PL/2700 PCTS (30731)		
4 LORD ABBETT & CO*	452,100	2.28
5 WISCONSIN INVESTMENT BOARD	391,100	1.97
6 NEUBERGER & BERMAN+	345,500	1.74
NEUBERGER & BER MNGT/FDS-COMBINED (345500)		
7 FIRST BANK SYSTEM INC	323,560	1.63
8 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	300,000	1.51
9 BARING BROTHERS INC (ENGLAND)	295,000	1.48
ENDOWMENT MANAGEMENT & RES CO* (295000)		
10 FIRST CHICAGO CORP<	207,889	1.04
11 ROBECO (HOLLAND)	200,000H	1.00
12 NEW ENGLAND MUTUAL LIFE INSUR CO	188,077	.94
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (188077)		
13 CONTINENTAL ILLINOIS CORP	180,271	.90
14 NEW YORK LIFE INSURANCE CO	176,450	.89
15 AETNA LIFE & CASUALTY CO	175,000	.88
AETNA INSUR COS/FDS-COMBINED (175000)		
16 HOSPITAL TRUST CORP	171,745	.86
17 SHUFRO ROSE & EHRMAN	152,430	.76
18 METROPOLITAN LIFE INSURANCE CO	151,300H	.76
19 AMERITRUST CO	142,487	.71
20 BATTERYMARCH FINANCIAL MNGT CORP	137,100	.69
21 FLORIDA STATE BOARD OF ADMINISTRATION	129,400	.65
22 TEXAS STATE EMPLOYEES RETIREMENT SYSTEM	117,300	.59
23 FIRESTONE TIRE & RUBBER CO	115,000	.58
FIRESTONE TIRE & RUBBER PEN FUND (115000)		
24 BANKS OF IOWA INC	107,080	.54
25 STRALEM & CO INC	103,000	.51
26 INA CORP<	90,000	.45
INA INSUR COS/FDS-COMBINED (90000)		
27 HELLER (WALTER E) INTERNATIONAL CORP	86,000	.43
AMERICAN NATL BK & TR CO/CHICAGO (86000)		
28 CUMBERLAND ASSOCIATES	85,500	.43
29 MELLON NATIONAL CORP	84,471	.42
30 WELLS FARGO & CO	81,987	.41
31 DUPONT FAMILY INTERESTS	75,424	.38
WILMINGTON TRUST CO (75424)		
32 AMERICAN NATIONAL FINANCIAL CORP<	75,000H	.37
AMER NATL INSUR COS/FDS-COMBINED (75000)		
33 BEA ASSOCIATES INC	72,500	.36
34 CHASE MANHATTAN CORP	69,011	.34
35 SCUDDER STEVENS & CLARK CO*	63,600	.32
36 MUTUAL BENEFIT LIFE INSUR CO	61,200H	.30
37 INTER-REGIONAL FINANCIAL CORP	57,500	.29
INVESTMENT ADVISERS INC (57500)		
38 DEAN WITTER REYNOLDS ORGANIZATION INC	56,800	.28
39 MORGAN (J P) & CO INC<	54,000	.27
40 AMERICAN SECURITY CORP (D C)	52,907J	.26
41 SAROFIM (FAYEZ) & CO	52,000	.26
42 HILL SAMUEL GROUP LTD<	51,900	.26
HILL SAMUEL UNI[illegible]UST MANAGER LTD (51900)		
43 I N C O LTD (CANA[illegible]	51,800	.26
I N C O CAPITAL [illegible]NAGEMENT INC (51800)		
44 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	50,600	.25
45 PROVIDENT NATIONAL CORP<	47,755	.24

QUAKER OATS - CONTINUED

Principal Stockholders	Shares	%
46 FIRST NATIONAL CHARTER CORP	46,005	.23
47 WESTERN BANCORPORATION<	45,416	.22
48 VALLEY NATIONAL BANK OF ARIZONA	42,436	.21
49 CRUM & FORSTER<	42,000	.21
CRUM & FORSTER INSUR COS-COMBINED (42000)		
50 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	38,000	.19
TOTALS	8,025,778	40.50%

TOP 5 CONTROL 13.99% OF STOCK TOP 15 CONTROL 26.07% OF STOCK
TOP 10 CONTROL 21.42% OF STOCK TOP 20 CONTROL 29.88% OF STOCK

QUAKER STATE OIL REFINING

(SHARES O/S: 21,722,000)

Principal Stockholders	Shares	%
1 NORTHWEST PENNSYLVANIA BANK & TRUST CO	2,069,993	9.52
QUAKER STATE OIL REFINING THRIFT & STOCK PURCHASE PL/1169 PCTS (615178)		
2 SEARS ROEBUCK & CO	439,500	2.02
ALLSTATE INSUR COS/FDS-COMBINED (439500)		
3 BRADFORD-HULL FAMILY INTERESTS	435,676X	2.00
BRADFORD, THOMAS N & FAMILY (224270)		
HULL, CHARLTON D & FAMILY (117170)		
BRADFORD-HULL FAMILY-OTHER (94236)		
4 RICHEY-RUSHTON FAMILY INTERESTS#	359,631J	1.65
RICHEY, HERBERT S & FAMILY (59531)		
RUSHTON, ALVEY B & FAMILY (127101)		
RICHEY-RUSHTON FAMILY-OTHER (138399)		
5 BERRY, JAMES D JR & FAMILY#	335,654	1.54
6 MERCANTILE BANKSHARES CORP<	269,950	1.24
7 RICHARDSON, GEORGE T FAMILY INTERESTS	252,198X	1.16
INTERPROVINCIAL TRADING CORP LTD (12533)		
KAMARIN INVESTMENTS LTD (60562)		
SENGA LTD (59701)		
VALLEY INVESTMENTS LTD (59701)		
WESTMEAD LTD (59701)		
8 EQUITABLE LIFE ASSUR SOCIETY OF US	215,300	.99
9 STATE FARM MUTL AUTOMOBILE INSUR CO	200,000H	.92
STATE FARM INSUR COS-COMBINED (200000)		
10 NEW YORK STATE COMMON RETIREMENT FUND	197,400H	.90
11 ROWE PRICE (T) & ASSOCIATES INC*	137,725	.63
12 WARBURG (E M) PINCUS & CO INC	133,600	.61
EMW COUNSELLORS INC (133600)		
13 WOOD, QUENTIN E#	121,687J	.56
14 FIRST SENECA BANK & TRUST CO	118,391	.54
15 MELLON NATIONAL CORP	108,740	.50
16 MANUFACTURERS HANOVER CORP<	101,625	.46
17 FORKER, LEE R#	87,769J	.40
18 DUPONT FAMILY INTERESTS	79,500	.36
WILMINGTON TRUST CO (79500)		
19 CENTURY BANKS INC (FLORIDA)	70,875	.32
20 AMERITRUST CO	67,926	.31
21 GATES RUBBER CO<	62,500	.28
FINANCIAL PROGRAMS INC* (62500)		
22 WRIGHT INVESTORS' SERVICE	54,775	.25
23 FIRST PENNSYLVANIA CORP	51,385	.23
24 WESBANCO INC	50,295	.23
25 DRESDNER BANK (WEST GERMANY)	50,000H	.23
DEUTSCHER INVEST TR-GESELLSCHAFT FUR WESTPA TRANSATLANTA (50000)		
26 SKANDIA GROUP	43,900H	.20
SKANDIA INSUR COS-COMBINED (43900)		
TOTALS	6,115,995	28.15%

TOP 5 CONTROL 16.75% OF STOCK TOP 15 CONTROL 24.83% OF STOCK
TOP 10 CONTROL 21.98% OF STOCK TOP 20 CONTROL 26.71% OF STOCK

QUESTOR CORP

(SHARES O/S: 9,666,000)

Principal Stockholders	Shares	%
1 GOERLICH FAMILY INTERESTS#	2,753,626	28.48
GOERLICH, JOHN & FAMILY (781894)		
GOERLICH FAMILY FOUNDATION (149217)		
ALEXANDER, EDWARD H & FAMILY (865875)		
PUTMAN, PAUL & FAMILY (956640)		
2 LUFKIN, DAN W & SCARFF, EDWARD L GROUP*	1,500,000	15.51

QUESTOR - CONTINUED

Principal Stockholders	Shares	%
3 OHIO CITIZENS TRUST CO	1,240,767	12.83
QUESTOR INVESTOR PLAN (239337)		
QUESTOR PROF SHAR & SAL PEN PL (20000)		
4 PORTHOUSE, CYRIL R#	514,597J	5.32
5 SUSHOLTZ, ADOLPH O#	180,656J	1.86
6 ASKANASE, REUBEN W#	177,502J	1.83
7 GRIEVE, P M & FAMILY#	105,592J	1.09
8 HELLER (WALTER E) INTERNATIONAL CORP	59,768	.61
AMERICAN NATL BK & TR CO/CHICAGO (59768)		
9 WELLS FARGO & CO	32,946	.34
10 TEXAS COMMERCE BANCSHARES INC	31,716	.32
11 FIRST NATIONAL BANK OF AKRON	25,333	.26
12 NORTHWEST OHIO BANCSHARES INC	24,537	.25
TOTALS	6,647,040	68.76%

TOP 5 CONTROL 64.03% OF STOCK TOP 15 CONTROL 68.76% OF STOCK
TOP 10 CONTROL 68.25% OF STOCK TOP 20 CONTROL 68.76% OF STOCK

RALSTON PURINA

(SHARES O/S: 107,931,000)

Principal Stockholders	Shares	%
1 DANFORTH FAMILY INTERESTS#	10,993,023	10.18
DANFORTH, DONALD JR (1004963)		
DANFORTH, WILLIAM (886415)		
DANFORTH FOUNDATION (5601645)		
DANFORTH FAMILY-OTHER (3500000 EST)		
2 FIRST UNION BANCORP	8,065,136	7.47
3 CITICORP<	3,481,240	3.22
4 BANKAMERICA CORP<	3,337,290	3.09
5 MORGAN (J P) & CO INC<	2,792,000	2.58
6 WASHINGTON UNIVERSITY	2,680,717	2.48
7 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1,924,929	1.78
BANK OF CALIFORNIA NA (1924929)		
8 CALIFORNIA, UNIVERSITY OF	1,877,500	1.73
9 BATTERYMARCH FINANCIAL MNGT CORP	1,829,400	1.69
10 PIONEER GROUP INC	1,556,200	1.44
PIONEERING MNGT/FUNDS-COMB		
11 UNITED STATES STEEL CORP	1,486,600	1.37
US STEEL & CARNEGIE PENSION TR (1486600)		
12 CENTURY CAPITAL ASSOCIATES	1,249,500	1.15
13 MELLON NATIONAL CORP	1,215,216	1.12
14 NEW JERSEY DIVISION OF INVESTMENTS	1,165,000J	1.07
15 TIAA-CREF	1,132,000	1.04
COLLEGE RETIREMENT EQUITIES FUND (1132000)		
16 TEXAS PERMANENT SCHOOL FUND	998,800	.92
17 FORD FOUNDATION	971,560	.90
18 OHIO STATE TEACHERS RETIR SYSTEM	956,400	.88
19 BOATMENS BANKSHARES INC	918,112	.85
20 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	900,000	.83
21 MERCANTILE BANCORPORATION INC	892,440	.82
22 ST LOUIS UNIVERSITY	788,718G	.73
23 ROWE PRICE (T) & ASSOCIATES INC*	739,660	.68
24 MARINE BANCORP INC	695,563	.64
25 ILLINOIS STATE TEACHERS RETIR SYSTEM	690,000J	.63
26 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	594,700	.55
27 WELLS FARGO & CO	516,409	.47
28 NATIONWIDE MUTUAL INSUR CO	500,000	.46
NATIONWIDE INSUR COS/FUNDS-COMB (500000)		
29 WISCONSIN INVESTMENT BOARD	453,100	.41
30 AMERITRUST CO	406,400	.37
31 DREYFUS CORP*	400,000	.37
32 CITY INVESTING CO<	400,000	.37
HOME INSUR GROUP-COMBINED (400000)		
33 ANALYTIC INVESTMENT MANAGEMENT INC	400,000	.37
34 HELLER (WALTER E) INTERNATIONAL CORP	395,891	.36
AMERICAN NATL BK & TR CO/CHICAGO (395891)		
35 FIRST KENTUCKY NATL CORP	385,385	.35
36 WRIGHT INVESTORS' SERVICE	379,750	.35
37 FIDUCIARY TRUST CO OF NEW YORK	357,482	.33
FIDUCIARY TRUST/FUNDS-COMBINED (357482)		
38 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	355,500	.32
39 LINCOLN FIRST BANKS INC	342,815	.31
40 BANKERS TRUST NEW YORK CORP	330,759	.30
41 STEIN ROE & FARNHAM*	304,100	.28
42 METROPOLITAN LIFE INSURANCE CO	301,300H	.27
43 AETNA LIFE & CASUALTY CO	282,000	.26
AETNA INSUR COS/FDS-COMBINED (282000)		

Principal Stockholders	Shares	%
RALSTON PURINA - CONTINUED		
44 CRUM & FORSTER<	253,500	.23
CRUM & FORSTER INSUR COS-COMBINED (253500)		
45 STRALEM & CO INC	250,600	.23
46 LIBERTY MUTUAL INSURANCE CO	245,000H	.22
47 THORDIKE DORAN PAINE & LEWIS	234,950	.21
THORNDIKE-WELLINGTON FUNDS-COMB (234950)		
48 FIDELCOR INC	230,586	.21
49 TEXAS STATE EMPLOYEES RETIREMENT SYSTEM	218,000	.20
TOTALS	61,875,233	57.32%

TOP 5 CONTROL 26.56% OF STOCK TOP 15 CONTROL 41.49% OF STOCK
TOP 10 CONTROL 35.70% OF STOCK TOP 20 CONTROL 45.89% OF STOCK

RAYTHEON

(SHARES O/S 41,449,000)

Principal Stockholders	Shares	%
1 PRUDENTIAL INSURANCE CO OF AM	1,479,600	3.56
PRUDENTIAL INSUR COS/FUNDS-COMB (1479600)		
2 FIRST NATIONAL BOSTON CORP	1,120,315	2.70
3 DUPONT FAMILY INTERESTS	1,070,000	2.58
DU PONT (E I) DE NEMOURS & CO INC (1070000)		
4 EQUITABLE LIFE ASSUR SOCIETY OF US	887,600	2.14
5 BEECH FAMILY INTERESTS#	702,546J	1.69
BEECH, O A (629581)		
BURNS, E C & ASSOC (72965)		
6 MARSH & MCLENNAN COS INC<	700,019	1.68
PUTNAM MNGT/FUNDS-COMBINED (580900)		
EBERSTADT ASSET MNGT/FDS-COMBINED (119119)		
7 OHIO STATE TEACHERS RETIR SYSTEM	632,300	1.52
8 MASSACHUSETTS FINANCIAL SERVICES INC*	550,000	1.32
9 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	448,400	1.08
10 KIRBY FAMILY GROUP-ALLEGHANY CORP<	431,500	1.04
ALLEGHANY CORP (156500)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (275000)		
11 BANKERS TRUST NEW YORK CORP	418,353	1.00
12 BANK OF NEW YORK CO INC	409,264	.98
13 GEORGIA STATE RETIREMENT SYSTEM	390,000	.94
14 BETHLEHEM STEEL CORP	370,000	.89
BETHLEHEM STEEL CORP PENSION PL (370000)		
15 TIAA-CREF	366,755	.88
COLLEGE RETIREMENT EQUITIES FUND (366755)		
16 MANUFACTURERS HANOVER CORP<	316,077	.76
17 CHEMICAL NEW YORK CORP	294,742	.71
18 MACKAY-SHIELDS FINANCIAL CORP	286,759	.69
19 ROSENBERG CAPITAL MANAGEMENT	280,350	.67
20 MIDLAND BANK GROUP< (ENGLAND)	276,945	.66
CROCKER NATIONAL CORP (276945)		
21 THORDIKE DORAN PAINE & LEWIS	270,120	.65
THORNDIKE-WELLINGTON FUNDS-COMB (270120)		
22 HEDRICK, FRANK E#	251,326	.60
23 HARVARD UNIVERSITY	239,939	.57
24 SCUDDER STEVENS & CLARK CO*	235,228	.56
25 TRUST CO OF THE WEST	230,450	.55
T C W ASSET MANAGEMENT CO (230450)		
26 REPUBLIC OF TEXAS CORP<	226,260	.54
27 U S TRUST CORP	215,300	.51
28 ADAMS, CHARLES F#	214,712	.51
29 KEMPER FAMILY GROUP	214,700	.51
KEMPER INSUR COS/FDS-COMBINED (214700)		
30 CITICORP<	209,199	.50
31 NORTHERN TRUST CORP	197,637	.47
32 MARYLAND STATE RETIREMENT SYSTEMS	195,000	.47
33 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	189,150	.45
AM INTERNL INSUR COS-COMBINED (189150)		
34 MELLON NATIONAL CORP	186,992	.45
35 CONTINENTAL ILLINOIS CORP	175,892	.42
36 SHEARSON LOEB RHOADES INC<	174,985	.42
BOSTON CO INC (174985)		
37 WELLS FARGO & CO	174,877	.42
38 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	171,400	.41
39 BJURMAN (GEORGE D) & ASSOCIATES	167,200	.40
40 NEW YORK CITY COMPTROLLER'S OFFICE	161,800	.39
41 PROVIDENT NATIONAL CORP<	155,334	.37
42 ROWE PRICE (T) & ASSOCIATES INC*	149,787	.36
43 EATON & HOWARD VANCE SANDERS INC	148,921	.35
EATON & HOWARD VANCE/FDS-COMB (148921)		

Principal Stockholders	Shares	%
RAYTHEON - CONTINUED		
44 HELLER (WALTER E) INTERNATIONAL CORP	138,782	.33
AMERICAN NATL BK & TR CO/CHICAGO (138782)		
45 BARING BROTHERS INC (ENGLAND)	129,900	.31
ENDOWMENT MANAGEMENT & RES CO* (129900)		
46 MUTUAL LIFE INSURANCE CO OF NY	129,800	.31
47 AMERICAN SECURITY CORP (D C)	125,737J	.30
48 STEIN ROE & FARNHAM*	123,833	.29
49 NEW YORK STATE COMMON RETIREMENT FUND	120,400H	.29
50 GOLDMAN SACHS & CO	118,822J	.28
51 SEARS ROEBUCK & CO	117,500	.28
SEARS INVEST MNGT-PEN & SAVING PLS (117500)		
52 FIRST ATLANTA CORP	113,650	.27
53 NATIONAL INVESTMENT SER OF AMERICA INC	112,600	.27
54 DONALDSON LUFKIN & JENRETTE INC<	112,520	.27
55 GIRARD CO	107,681	.25
56 COMMONWEALTH EDISON CO	106,449	.25
57 SUN LIFE ASSURANCE CO OF CANADA	106,100	.25
58 FIDUCIARY TRUST CO OF NEW YORK	102,173	.24
FIDUCIARY TRUST/FUNDS COMBINED (102173)		
59 FOURTH FINANCIAL CORP	101,621	.24
60 MORGAN (J P) & CO INC<	100,000	.24
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (100000)		
61 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	93,800H	.22
HARTFORD FIRE INSUR COS-COMBINED (93800)		
62 UNITED STATES FIDELITY & GUARANTY CO	91,300	.22
U S FID & GUAR INSUR COS-COMBINED (91300)		
63 WACHOVIA CORP	90,671	.21
64 MARINE BANCORP INC	90,147	.21
65 INSTITUTIONAL CAPITAL CORP	89,500	.21
66 BATTERYMARCH FINANCIAL MNGT CORP	85,700	.20
67 ROYAL INSURANCE CO LTD (ENGLAND)	83,500	.20
ROYAL INSURS COS-COMBINED (83500)		
68 PHILLIPS, THOMAS L#	82,400	.19
69 HOLMES, D BRAINERD#	80,530	.19
TOTALS	18,742,850	45.21%

TOP 5 CONTROL 12.69% OF STOCK TOP 15 CONTROL 24.06% OF STOCK
TOP 10 CONTROL 19.35% OF STOCK TOP 20 CONTROL 27.57% OF STOCK

RCA

(SHARES O/S 74,855,000)

Principal Stockholders	Shares	%
1 TIAA-CREF	3,314,900	4.42
COLLEGE RETIREMENT EQUITIES FUND (3314900)		
2 MORGAN (J P) & CO INC<	2,555,000	3.41
3 CHASE MANHATTAN CORP	1,552,131	2.07
4 DELAWARE MANAGEMENT CO INC*	1,551,100	2.07
5 SERETEAN, MARTIN B	1,077,123X	1.43
6 FIRST UNION BANCORP	912,920	1.21
7 HARRIS BANKCORP INC	868,000	1.15
8 BANKERS TRUST NEW YORK CORP	821,161	1.09
RCA INCOME SAV PL-34318 PCTS (632109)		
9 BANDY, BURL JACKSON	711,485X	.95
10 NORTHERN TRUST CORP	667,117	.89
11 OHIO STATE TEACHERS RETIR SYSTEM	661,400	.88
12 MARYLAND NATIONAL CORP	655,100	.87
REDWOOD CAPITAL MNGT INC (655100)		
13 PRUDENTIAL INSURANCE CO OF AM	651,200	.86
PRUDENTIAL INSUR COS/FUNDS-COMB (651200)		
14 NEUBERGER & BERMAN+	615,090	.82
NEUBERGER & BER MNGT/FDS-COMBINED (615090)		
15 PROVIDENT NATIONAL CORP<	600,358	.80
16 BATTERYMARCH FINANCIAL MNGT CORP	493,800	.65
17 SHEARSON LOEB RHOADES INC<	450,385	.60
BERNSTEIN-MACAULEY INC (450385)		
18 FORD FOUNDATION	400,000	.53
19 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	387,078	.51
BANK OF CALIFORNIA NA (387078)		
20 WERTHEIM & CO INC	378,486	.50
21 FMR CORP	375,000	.50
FIDELITY MNGT & RESEARCH CO* (375000)		
22 WELLS FARGO & CO	368,600	.49
23 INSTITUTIONAL CAPITAL CORP	365,000	.48
24 CALIFORNIA, UNIVERSITY OF	352,672	.47
25 TEXAS PERMANENT SCHOOL FUND	349,400	.46
26 MARINE BANCORP INC	334,189	.44

RCA - CONTINUED

Principal Stockholders	Shares	%
27 ILLINOIS STATE TEACHERS RETIR SYSTEM	315,000J	.42
28 AMERITRUST CO	304,451	.40
29 CAMPBELL ADVISORS INC	289,000	.38
30 YALE UNIVERSITY	251,700F	.33
31 FIRST INTERNATIONAL BANCSHARES INC	247,876	.33
32 DREYFUS CORP*	245,000	.32
33 SAROFIM (FAYEZ) & CO	241,428	.32
34 HELLER (WALTER E) INTERNATIONAL CORP	234,099	.31
AMERICAN NATL BK & TR CO/CHICAGO (234099)		
35 ROYAL INSURANCE CO LTD (ENGLAND)	228,000	.30
ROYAL INSURS COS-COMBINED (228000)		
36 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	186,100	.24
37 FIFTH THIRD BANK	180,266	.24
38 MARYLAND STATE RETIREMENT SYSTEMS	175,000	.23
39 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	163,400H	.21
HARTFORD FIRE INSUR COS-COMBINED (163400)		
40 EQUITABLE LIFE ASSUR SOCIETY OF US	153,100	.20
41 AMERICAN EXPRESS CO<	150,000	.20
AMERICAN EXP INSUR COS-COMBINED (150000)		
42 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	147,100G	.19
TOTALS	24,980,215	33.37%

TOP 5 CONTROL 13.42% OF STOCK TOP 15 CONTROL 22.99% OF STOCK
TOP 10 CONTROL 18.74% OF STOCK TOP 20 CONTROL 25.61% OF STOCK

REICHHOLD CHEMICALS

(SHARES O/S: 6,915,000)

Principal Stockholders	Shares	%
1 TELEDYNE INC	1,606,400	23.23
TELEDYNE INSUR COS-COMBINED (1606400)		
2 REICHHOLD CHEMICALS INC	616,694J	8.91
REICHHOLD CHEMICALS PROFIT SHARING ST PUR PL/1200 PCTS (616694)		
3 REICHHOLD, HENRY H & FAMILY#	313,520J	4.53
4 CHEMICAL NEW YORK CORP	140,100	2.02
5 UNION NATIONAL BK OF PITTSBURGH	128,800	1.86
6 BATTERYMARCH FINANCIAL MNGT CORP	118,500	1.71
7 RCA CORP	40,800H	.59
CIT FINANCIAL CORP< (40800)		
8 FMR CORP	30,100	.43
FMR/FUNDS-COMBINED (30100)		
9 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	30,000G	.43
10 MUTUAL LIFE ASSURANCE CO OF CANADA	30,000H	.43
11 UNITED KENTUCKY INC	25,376	.36
TOTALS	3,080,290	44.54%

TOP 5 CONTROL 40.57% OF STOCK TOP 15 CONTROL 44.54% OF STOCK
TOP 10 CONTROL 44.17% OF STOCK TOP 20 CONTROL 44.54% OF STOCK

REPUBLIC STEEL

(SHARES O/S: 16,183,000)

Principal Stockholders	Shares	%
1 LORD ABBETT & CO*	1,152,934	7.12
2 CAPITAL GROUP INC	968,800	5.98
CAPITAL GUARDIAN TRUST CO (818800)		
CAPITAL RES & MNGT/FUNDS-COMBINED (150000)		
3 BATTERYMARCH FINANCIAL MNGT CORP	805,400	4.97
4 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	500,000J	3.08
5 TORRAY, CLARK & CO INC	417,700	2.58
6 AMERITRUST CO	355,773	2.19
7 CITY INVESTING CO<	203,500	1.25
HOME INSUR GROUP-COMBINED (203500)		
8 STANFORD UNIVERSITY	175,508G	1.08
9 WASHINGTON DEPT OF RETIREMENT SYSTEMS	151,300	.93
10 TIAA-CREF	150,000	.92
COLLEGE RETIREMENT EQUITIES FUND (150000)		
11 PENN SQUARE MANAGEMENT CORP*	143,000	.88
PENN SQUARE MUTUAL FUND (143000)		
12 FORD FOUNDATION	100,600	.62
13 WELLS FARGO & CO	94,196	.58
14 CONNECTICUT STATE TRUST FUND	90,000J	.55
15 BANKERS LIFE CO	73,400	.45
16 NEW YORK CITY COMPTROLLER'S OFFICE	58,600	.36
17 HELLER (WALTER E) INTERNATIONAL CORP	57,039	.35
AMERICAN NATL BK & TR CO/CHICAGO (57039)		
18 DELANCEY, WILLIAM J#	55,000	.33

REPUBLIC STEEL - CONTINUED

Principal Stockholders	Shares	%
19 CONTINENTAL GROUP INC<	50,000	.30
CONTINENTAL FINL SERVICES CO (50000)		
20 IOWA PUBLIC EMPLOYEES RETIREMENT SYSTEM	45,000	.27
21 CHEMICAL NEW YORK CORP	41,962	.25
22 WESTERN BANCORPORATION<	38,099	.23
23 FIRST PENNSYLVANIA CORP	35,500	.21
24 FMR CORP	35,000	.21
FMR/FUNDS-COMBINED (35000)		
25 MORGAN (J P) & CO INC<	33,900	.20
TOTALS	5,832,211	36.03%

TOP 5 CONTROL 23.75% OF STOCK TOP 15 CONTROL 33.25% OF STOCK
TOP 10 CONTROL 30.16% OF STOCK TOP 20 CONTROL 34.89% OF STOCK

REVERE COPPER & BRASS

(SHARES O/S: 5,677,000)

Principal Stockholders	Shares	%
1 ASARCO INC	1,876,296	33.05
2 FMR CORP	420,900	7.41
FIDELITY MNGT & RESEARCH CO* (395900)		
FMR/FUNDS-COMBINED (25000)		
3 BELZBERG FAMILY INTERESTS (CANADA)	305,300	5.37
4 MORGAN (J P) & CO INC<	90,000	1.58
5 SOROS FUND MANAGEMENT INC	89,600	1.57
6 FIRST MANHATTAN CO	67,940	1.19
7 DREYFUS CORP*	50,000	.88
8 ROCKEFELLER FAMILY INTERESTS	49,300	.86
ROCKEFELLER & CO INC (49300)		
9 HEINE SECURITIES CORP	45,000	.79
10 GLICKENHAUS & CO	26,200	.46
11 NEUBERGER & BERMAN+	22,900	.40
NEUBERGER & BER MNGT/FDS-COMBINED (22900)		
12 WELLS FARGO & CO	19,200	.33
13 COLLINS, WILLIAM F#	12,954J	.22
14 VEALS, R L#	10,010	.17
TOTALS	3,085,600	54.35%

TOP 5 CONTROL 49.00% OF STOCK TOP 15 CONTROL 54.35% OF STOCK
TOP 10 CONTROL 53.20% OF STOCK TOP 20 CONTROL 54.35% OF STOCK

REVLON

●(SHARES O/S: 37,662,000)

Principal Stockholders	Shares	%
1 WHITEHEAD, EDWIN C & FAMILY#	1,688,651	4.48
2 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,177,000	3.12
3 SAROFIM (FAYEZ) & CO	1,110,175	2.94
4 REVSON FAMILY INTERESTS#	1,067,850	2.83
REVSON (CHARLES H) FOUNDATION INC (950000)		
REVSON (CHARLES H) TRUSTS (39194)		
BUTTENWIESER, BENJAMIN J (23620)		
MERESMAN, HARRY (53500)		
RIFKIND, SIMON H (1536)		
5 KIRBY FAMILY GROUP-ALLEGHANY CORP<	916,400	2.43
ALLEGHANY CORP (282200)		
INVESTORS DIVERSIFIED SER INC* IDS FUNDS-COMBINED (634200)		
6 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	913,557	2.42
BANK OF CALIFORNIA NA (913557)		
7 CALIFORNIA, UNIVERSITY OF	860,100	2.28
8 HOWE, JAMES H FAMILY & AFFILIATES	804,000J	2.13
9 BANKERS TRUST NEW YORK CORP	787,409	2.09
REVLON EMP ST PUR PL/INTERNAL (540654)		
10 MANUFACTURERS HANOVER CORP<	746,177	1.98
EDIE (LIONEL D) & CO INC (746177)		
11 FIRST NATIONAL BOSTON CORP	740,010	1.96
12 EQUITABLE LIFE ASSUR SOCIETY OF US	721,700	1.91
13 CITICORP<	617,859	1.64
14 NEW YORK STATE TEACHERS RETIR FUND	615,100	1.63
15 BABSON (DAVID L) & CO INC* (522207)	602,207	1.59
JONES & BABSON INC BABSON MNGR/FUNDS-COMBINED (80000)		
16 NEW JERSEY DIVISION OF INVESTMENTS	600,000J	1.59
17 SELIGMAN (J & W) & CO+	527,145	1.39
SELIGMAN/FUNDS-COMBINED (527145)		
18 ROSENBERG CAPITAL MANAGEMENT	489,200	1.29
19 BROWN BROS HARRIMAN & CO	454,601	1.20

Principal Stockholders	Shares	%
REVLON - CONTINUED		
20 SEARS ROEBUCK & CO	414,500	1.10
SEARS INVEST MNGT-PEN & SAVING PLS (414500)		
21 KREMER, GEORGE JR	384,600	1.02
22 CONTINENTAL ILLINOIS CORP	369,921	.98
23 BANK OF NEW YORK CO INC	366,652	.97
24 BATTERYMARCH FINANCIAL MNGT CORP	358,550	.95
25 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	350,000	.92
26 LIBERTY MUTUAL INSURANCE CO	270,200H	.71
27 SCUDDER STEVENS & CLARK CO*	247,553	.65
28 BURNS, JACOB & FAMILY#	242,871	.64
29 MERCANTILE BANCORPORATION INC	238,810	.63
30 EAGLE MANAGEMENT & TRUST CO	218,100	.57
31 ST PAUL COMPANIES INC<	212,200	.56
ST PAUL INSUR COS/FDS-COMBINED (212200)		
32 OHIO STATE TEACHERS RETIR SYSTEM	210,600	.55
33 PROVIDENT NATIONAL CORP<	207,550	.55
34 AMERICAN SECURITY CORP (D C)	207,214J	.55
35 MARYLAND STATE RETIREMENT SYSTEMS	205,700	.54
36 FIRST OKLAHOMA BANCORP INC	201,900	.53
37 INA CORP<	200,000	.53
INA INSUR COS/FDS-COMBINED (200000)		
38 TEXAS PERMANENT SCHOOL FUND	182,600	.48
39 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	180,000	.47
40 AMERICAN EXPRESS CO<	178,600	.47
AMERICAN EXP INSUR COS-COMBINED (178600)		
41 ROWE PRICE (T) & ASSOCIATES INC*	173,530	.46
42 WRIGHT INVESTORS' SERVICE	168,915	.44
43 MINNESOTA STATE BOARD OF INVESTMENT	163,400G	.43
44 NATIONAL CITY CORP	154,000	.40
45 FIRST INTERNATIONAL BANCSHARES INC	150,720	.40
46 DETROITBANK CORP	150,605	.39
47 MARSH & MCLENNAN COS INC<	150,400	.39
PUTNAM MNGT/FUNDS-COMBINED (150400)		
48 CHEMICAL NEW YORK CORP	150,038	.39
49 GEORGIA STATE RETIREMENT SYSTEM	150,000	.39
50 INTER-REGIONAL FINANCIAL CORP	149,370	.39
INVESTMENT ADVISERS INC (149370)		
51 NEW YORK LIFE INSURANCE CO	140,400	.37
52 MUTUAL LIFE INSURANCE CO OF NY	139,800	.37
53 FMR CORP	138,500	.36
FIDELITY MNGT & RESEARCH CO* (138500)		
54 HELLER (WALTER E) INTERNATIONAL CORP	121,193	.32
AMERICAN NATL BK & TR CO/CHICAGO (121193)		
55 MERCANTILE TEXAS CORP	115,250	.30
56 KENNEDY ASSOCIATES INC	114,900	.30
57 ROTHSCHILD (L F) UNTERBERG TOWBIN	112,000	.29
58 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	111,600	.29
59 REPUBLIC OF TEXAS CORP<	107,010	.28
60 CAPITAL SUPERVISORS INC	107,000	.28
61 GRUMMAN CORP	105,000J	.27
62 TIAA-CREF	102,800	.27
COLLEGE RETIREMENT EQUITIES FUND (102800)		
63 MC MORGAN & CO	97,912	.25
64 INDUSTRIAL NATIONAL CORP	91,480	.24
65 GARDNER & PRESTON MOSS INC	91,327	.24
66 COMMERCIAL UNION ASSUR CO LTD (ENG)	88,200	.23
COMMERCIAL UNION INVEST MNGT* (88200)		
67 NEW YORK CITY COMPTROLLER'S OFFICE	86,400	.22
68 HONG KONG & SHANGHAI BANKING CORP	82,795	.21
MARINE MIDLAND BANKS INC (82795)		
69 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	82,300H	.21
HARTFORD FIRE INSUR COS-COMBINED (82300)		
70 MIDLAND BANK GROUP< (ENGLAND)	81,787	.21
CROCKER NATIONAL CORP (81787)		
71 AETNA LIFE & CASUALTY CO	77,400H	.20
AETNA INSUR COS/FDS-COMBINED (77400)		
72 CONNECTICUT STATE TRUST FUND	75,500J	.20
73 WASHINGTON DEPT OF RETIREMENT SYSTEMS	72,600	.19
74 ILLINOIS STATE BOARD OF INVESTMENT	70,000J	.18
75 ALCORN, MERRITT D & ASSOCIATES	68,000B	.18
TOTALS	24,929,394	66.19%

TOP 5 CONTROL 15.82% OF STOCK TOP 15 CONTROL 35.49% OF STOCK
TOP 10 CONTROL 26.74% OF STOCK TOP 20 CONTROL 42.09% OF STOCK

REXNORD

(SHARES O/S: 19,538,000)

Principal Stockholders	Shares	%
1 TELEDYNE INC	1,278,700	6.54
TELEDYNE INSUR COS-COMBINED (1278700)		
2 ROWE PRICE (T) & ASSOCIATES INC*	894,100	4.57
3 BATTERYMARCH FINANCIAL MNGT CORP	634,000	3.24
4 BETHLEHEM STEEL CORP	400,000	2.04
BETHLEHEM STEEL CORP PENSION PL (400000)		
5 GENERAL ELECTRIC CO	400,000	2.04
GENERAL ELECTRIC PENSION TRUST (400000)		
6 CAPITAL GROUP INC	387,100	1.98
CAPITAL GUARDIAN TRUST CO (237100)		
CAPITAL RES & MNGT/FUNDS-COMBINED (150000)		
7 WISCONSIN INVESTMENT BOARD	349,900	1.79
8 FARMERS GROUP INC<	225,200	1.15
FARMERS GROUP INSUR COS-COMBINED (225200)		
9 MESSINGER, W C#	206,608	1.05
10 MERCANTILE BANKSHARES CORP<	197,198	1.00
11 MORGAN (J P) & CO INC<	170,100	.87
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (170100)		
12 CONTINENTAL INVESTMENT CORP<	169,900	.86
WADDELL & REED FDS-COMBINED (169900)		
13 GUNDLACH, THEODORE#	164,252	.84
14 FIRST WISCONSIN CORP	151,508	.77
15 FIFTH THIRD BANK	144,864	.74
16 INVESCO CAPITAL MNGT INC	144,200	.73
17 BRUNDAGE STORY & ROSE	126,456	.64
18 NORTHERN TRUST CORP	120,924	.61
19 EMPLOYERS MUTAL LIABILITY INSUR CO-WISCONSIN	119,600	.61
20 EQUITABLE BANCORPORATION	115,750	.59
21 EXTENDICARE LTD (CANADA)	105,000H	.53
CROWN LIFE INSURANCE CO (105000)		
22 ARIZONA STATE RETIREMENT SYSTEM	100,200J	.51
23 DREYFUS CORP*	100,000	.51
24 TENNES, H E#	94,841	.48
25 MARINE CORP	90,228	.46
MARINE INVESTMENT MNGT INC (90228)		
26 FIRST CHICAGO CORP<	83,700	.42
27 CITICORP<	78,200	.40
28 KRIKORIAN, ROBERT V#	78,048	.39
29 HARRIS BANKCORP INC	75,000	.38
30 WELLS FARGO & CO	69,200	.35
31 HELLER (WALTER E) INTERNATIONAL CORP	65,000	.33
AMERICAN NATL BK & TR CO/CHICAGO (65000)		
32 SUN LIFE ASSURANCE CO OF CANADA	58,700	.30
33 MARSHALL & ILSLEY CORP	55,498	.28
34 TAYLOR, DONALD#	54,300	.27
35 BANKERS TRUST NEW YORK CORP	52,800	.27
36 UNITED KENTUCKY INC	52,008	.26
37 RIGGS NATIONAL BANK	51,377	.26
38 DRESDNER BANK (WEST GERMANY)	50,000H	.25
DEUTSCHER INVEST TR-GESELLSCHAFT FUR WESTPA TRANSATLANTA (50000)		
39 SHAWMUT CORP	44,050	.22
40 SCHAUER, W E#	44,000	.22
41 BANK OF TOKYO LTD	41,125	.21
42 FIDELCOR INC	39,597	.20
TOTALS	7,883,232	40.34%

TOP 5 CONTROL 18.46% OF STOCK TOP 15 CONTROL 29.54% OF STOCK
TOP 10 CONTROL 25.45% OF STOCK TOP 20 CONTROL 32.75% OF STOCK

REYNOLDS (R J) INDUSTRIES

(SHARES O/S: 101,149,000)

Principal Stockholders	Shares	%
1 WACHOVIA CORP	5,700,387	5.63
REYNOLDS (R J) INDUSTRIES EMPLOYEE STOCK PURCHASE PL/9900 PCTS (1726799)		
2 DUPONT FAMILY INTERESTS	2,115,000	2.09
DU PONT (E I) DE NEMOURS & CO INC (2115000)		
3 MERCANTILE BANKSHARES CORP<	1,886,847	1.86
4 MIDLAND BANK GROUP< (ENGLAND)	1,393,633	1.37
CROCKER NATIONAL CORP (1393633)		
5 GENERAL ELECTRIC CO	1,209,700	1.19
GENERAL ELECTRIC PENSION TRUST (1209700)		
6 DELAWARE MANAGEMENT CO INC*	1,121,300	1.10
7 MORGAN (J P) & CO INC<	1,001,000	.98
8 BANKERS TRUST NEW YORK CORP	980,049	.96

REYNOLDS (R J) INDUSTRIES - CONTINUED

Principal Stockholders	Shares	%
9 THORDIKE DORAN PAINE & LEWIS	970,320	.95
THORNDIKE-WELLINGTON FUNDS-COMB (970320)		
10 SAROFIM (FAYEZ) & CO	949,520	.93
11 HELLER (WALTER E) INTERNATIONAL CORP	910,256	.89
AMERICAN NATL BK & TR CO/CHICAGO (910256)		
12 CONTINENTAL ILLINOIS CORP	889,571	.87
13 BROWN BROS HARRIMAN & CO	871,122	.86
14 BATTERYMARCH FINANCIAL MNGT CORP	807,700	.79
15 HARRIS BANKCORP INC	762,000	.75
16 DREYFUS CORP*	750,000	.74
17 MCLEAN, JAMES K	735,108	.72
18 FIRST INTERNATIONAL BANCSHARES INC	725,517	.71
19 WELLS FARGO & CO	723,814	.71
20 CITICORP<	690,640	.68
21 NEW JERSEY DIVISION OF INVESTMENTS	673,000J	.66
22 EQUITABLE LIFE ASSUR SOCIETY OF US	667,400	.65
23 PROVIDENT NATIONAL CORP<	658,673	.65
24 TEXAS TEACHERS RETIR SYSTEM	601,500	.59
25 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	600,000	.59
26 MANUFACTURERS HANOVER CORP<	503,457	.49
27 NEW YORK CITY COMPTROLLER'S OFFICE	473,800	.46
28 FIRST CHICAGO CORP<	472,488	.46
29 RUANE CUNNIFF & CO INC	459,025	.45
30 DONALDSON LUFKIN & JENRETTE INC<	432,500	.42
31 WESTERN BANCORPORATION<	425,154	.42
32 OPPENHEIMER HOLDINGS INC*	408,400	.40
33 FMR CORP	403,630	.39
FIDELITY MNGT & RESEARCH CO* (403630)		
34 KEMPER FAMILY GROUP	399,900	.39
KEMPER INSUR COS/FDS-COMBINED (399900)		
35 FIRST KENTUCKY NATL CORP	395,757	.39
36 ST PAUL COMPANIES INC<	372,600	.36
ST PAUL INSUR COS/FDS-COMBINED (372600)		
37 BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	358,300	.35
38 ROBECO (HOLLAND)	350,000H	.34
39 UNITED VIRGINIA BANKSHARES INC	343,442	.33
40 FIRST PENNSYLVANIA CORP	330,651	.32
41 FIRST BANK SYSTEM INC	321,494	.31
42 CHASE MANHATTAN CORP	316,412	.31
43 MARYLAND NATIONAL CORP	316,364	.31
REDWOOD CAPITAL MNGT INC (316364)		
44 ROWE PRICE (T) & ASSOCIATES INC*	301,830	.29
45 CONTINENTAL CORP<	298,000	.29
CONTINENTAL CORP/INSUR COS-COMB (298000)		
46 AMERICAN GENERAL INSURANCE CO<	298,000	.29
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (298000)		
47 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	295,600	.29
48 FIRST OKLAHOMA BANCORP INC	291,780	.28
49 CBT CORP	286,785	.28
50 AETNA LIFE & CASUALTY CO	286,000H	.28
AETNA INSUR COS/FDS-COMBINED (286000)		
51 SCUDDER STEVENS & CLARK CO*	285,898	.28
52 TELEDYNE INC	277,000	.27
TELEDYNE INSUR COS-COMBINED (277000)		
53 BOATMENS BANKSHARES INC	276,870	.27
54 CITIZENS FIDELITY CORP	271,836	.26
55 GIRARD CO	271,287	.26
56 BJURMAN (GEORGE D) & ASSOCIATES	270,260	.26
57 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	266,800J	.26
58 CAPITAL GROUP INC	264,000	.26
CAPITAL GUARDIAN TRUST CO (264000)		
59 FIRST & MERCHANTS CORP	262,415	.25
60 CRUM & FORSTER<	238,500	.23
CRUM & FORSTER INSUR COS-COMBINED (238500)		
61 FIRESTONE TIRE & RUBBER CO	230,000	.22
FIRESTONE TIRE & RUBBER PEN FUND (230000)		
62 GRAY, GORDON & FAMILY ASSOC#	225,030E	.22
63 GEICO CORP	225,000	.22
64 CHEMICAL NEW YORK CORP	223,127	.22
65 SECURITY PACIFIC CORP<	220,946	.21
66 WILMINGTON CAPITAL MNGT	219,200	.21
67 MATHERS & CO INC*	214,500	.21
68 SEARS ROEBUCK & CO	210,400	.20
SEARS INVEST MNGT-PEN & SAVING PLS (210400)		
69 RCS MANAGEMENT CO	210,000	.20
70 TEXAS STATE EMPLOYEES RETIREMENT SYSTEM	208,600	.20
71 ILLINOIS MUNICIPAL RETIREMENT FUND	185,000	.18
TOTALS	42,592,095	42.10%

TOP 5 CONTROL 12.16% OF STOCK TOP 15 CONTROL 21.32% OF STOCK
TOP 10 CONTROL 17.13% OF STOCK TOP 20 CONTROL 24.90% OF STOCK

REYNOLDS METALS

(SHARES O/S: 18,901,000)

Principal Stockholders	Shares	%
1 REYNOLDS, RICHARD J FAMILY INTERESTS#	2,453,693	12.98
REYNOLDS (RICHARD S JR) FAMILY (1763844)		
REYNOLDS, JULIAN LOUIS & FAMILY (406865)		
REYNOLDS, DAVID P & FAMILY (175247)		
REYNOLDS, W G & FAMILY (107737)		
2 NEUBERGER & BERMAN*	1,656,701	8.76
NEUBERGER & BER MNGT/FDS-COMBINED (1656701)		
3 WELLINGTON MANAGEMENT CO*	1,017,200	5.38
4 THORDIKE DORAN PAINE & LEWIS	1,017,200	5.38
THORNDIKE-WELLINGTON FUNDS-COMB (1017200)		
5 TIAA-CREF	856,400	4.53
COLLEGE RETIREMENT EQUITIES FUND (856400)		
6 CAPITAL GROUP INC	758,100	4.01
CAPITAL GUARDIAN TRUST CO (293100)		
CAPITAL RES & MNGT/FUNDS-COMBINED (465000)		
7 FIRST & MERCHANTS CORP	671,463	3.55
REYNOLDS METALS SAVINGS & INVEST PL FOR SALARIED EMPS-8162 PCTS (375076)		
REYNOLDS METALS TRASOP-8587 PCTS (60699)		
8 TEMPLETON (JOHN M) FAMILY INTERESTS	505,000	2.67
TEMPLETON INVEST CNSL LTD* (CAN) (505000)		
9 MORGAN (J P) & CO INC<	303,000	1.60
10 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	280,088	1.48
11 LAZARD FRERES & CO	275,250	1.45
12 RUANE CUNNIFF & CO INC	259,396	1.37
13 DELAWARE MANAGEMENT CO INC*	223,800	1.18
14 SAFECO CORP<	205,000H	1.08
SAFECO INSUR COS & FDS-COMBINED (205000)		
15 LORD ABBETT & CO*	188,200	.99
16 FIRST KENTUCKY NATL CORP	162,282	.85
17 FIRESTONE TIRE & RUBBER CO	150,000	.79
FIRESTONE TIRE & RUBBER PEN FUND (150000)		
18 WELLS FARGO & CO	144,950	.76
19 PENN SQUARE MANAGEMENT CORP*	132,000	.69
PENN SQUARE MUTUAL FUND (132000)		
20 FIDUCIARY TRUST CO OF NEW YORK	115,200	.60
FIDUCIARY TRUST/FUNDS-COMBINED (115200)		
21 FIRST PENNSYLVANIA CORP	102,304	.54
22 RCS MANAGEMENT CO	100,000	.52
23 WARBURG (E M) PINCUS & CO INC	99,100	.52
EMW COUNSELLORS INC (99100)		
24 MERRILL LYNCH & CO INC<	98,838	.52
MERRILL LYNCH ASSET MNGT CO INC* (98838)		
25 GLICKENHAUS & CO	90,000	.47
26 UNITED VIRGINIA BANKSHARES INC	87,621	.46
27 CHEMICAL NEW YORK CORP	87,050	.46
28 SUN LIFE ASSURANCE CO OF CANADA	78,000	.41
29 HELLER (WALTER E) INTERNATIONAL CORP	75,495	.39
AMERICAN NATL BK & TR CO/CHICAGO (75495)		
30 METROPOLITAN LIFE INSURANCE CO	65,300H	.34
31 PENNSYLVANIA, UNIVERSITY OF	65,000	.34
32 TRAVELERS CORP<	64,650	.34
TRAVELERS/KEYSTONE FUNDS-COMBINED (64650)		
33 MCCOWAN ASSOCIATES INC	64,000	.33
34 CONTROL DATA CORP	60,000	.31
COMMERCIAL CREDIT/INS COS-COMBINED (60000)		
35 BANKERS TRUST NEW YORK CORP	59,470	.31
36 ROYAL TRUST CO (CANADA)	58,000	.30
ROYAL TRUST FDS-COMBINED (58000)		
37 CITICORP<	54,900	.29
38 GARDNER & PRESTON MOSS INC	51,200	.27
39 PITCAIRN FAMILY INTERESTS	50,000	.26
PITCAIRN CO (50000)		
40 CONNECTICUT STATE TRUST FUND	50,000J	.26
41 FIRST NATIONAL BANCORP INC	39,477	.20
42 NORTHERN TRUST CORP	38,950	.20
TOTALS	12,914,278	68.32%

REYNOLDS METALS - CONTINUED

TOP 5 CONTROL 37.04% OF STOCK TOP 15 CONTROL 56.45% OF STOCK
TOP 10 CONTROL 50.36% OF STOCK TOP 20 CONTROL 60.18% OF STOCK

RICHARDSON-MERRELL

(SHARES O/S 23,346,000)

Principal Stockholders	Shares	%
1 RICHARDSON, H SMITH FAMILY INTERESTS#	9,368,957	40.13
RICHARDSON, HENRY SMITH JR (2045178)		
RICHARDSON, LUNSFORD JR (1617367)		
RICHARDSON, R RANDOLPH (1136744)		
RICHARDSON (SMITH) FOUNDATION (1770196)		
KING, HUGER S (1034932)		
CHEEK, CHARLES W (971486)		
MIDDLEBROOK, ROBERT W (649823)		
2 CAPITAL GROUP INC	1,257,900	5.38
CAPITAL GUARDIAN TRUST CO (781900)		
CAPITAL RES & MNGT/FUNDS-COMBINED (476000)		
3 HARTFORD NATIONAL CORP	881,707	3.77
RICHARDSON-MERRELL EMP SAVINGS PLAN/3512 PCTS (298160)		
RICHARDSON-MERREL INCENTIVE PLAN/2100 PCTS (525135)		
4 STRALEM & CO INC	804,900	3.44
5 BETHLEHEM STEEL CORP	611,700	2.62
BETHLEHEM STEEL CORP PENSION PL (611700)		
6 MARSCHALK, H ROBERT#	561,077	2.40
7 NEUBERGER & BERMAN+	441,336	1.89
NEUBERGER & BER MNGT/FDS-COMBINED (441336)		
8 PIEDMONT MANAGEMENT CO INC<	366,718	1.57
LEXINGTON MANAGEMENT CORP* (243503)		
PIEDMONT INSUR COS-COMBINED (123215)		
9 UNITED STATES STEEL CORP	315,300	1.35
US STEEL & CARNEGIE PENSION TR (315300)		
10 REPUBLIC OF TEXAS CORP<	306,254	1.31
11 MANNING & NAPIER ADVISORS INC	299,240	1.28
12 MARSH & MCLENNAN COS INC<	250,000	1.07
PUTNAM MNGT/FUNDS-COMBINED (250000)		
13 NEW YORK STATE COMMON RETIREMENT FUND	250,000H	1.07
14 SMOOT KNOCHE & CO	246,700	1.05
15 SALOMON BROTHERS	179,000	.76
16 FMR CORP	167,000	.71
FIDELITY MNGT & RESEARCH CO* (90600)		
FMR/FUNDS-COMBINED (76400)		
17 CRITERON MANAGEMENT CORP	156,024	.66
18 UTAH STATE RETIREMENT FUND	155,000	.66
19 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	150,000	.64
20 MCCOWAN ASSOCIATES INC	146,200	.62
21 U S TRUST CORP	117,056	.50
22 WACHOVIA CORP	116,059	.49
23 SAVINGS BANKS TRUST CO	115,900	.49
24 WESBANCO INC	108,702	.46
25 TIAA-CREF	100,000	.42
COLLEGE RETIREMENT EQUITIES FUND (100000)		
26 THORSON BROWN INC	92,816	.39
27 MORGAN (J P) & CO INC<	85,000	.36
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (85000)		
28 HUNTINGTON BANCSHARES INC	82,992	.35
29 MORGAN STANLEY & CO INC	75,900	.32
30 DELAWARE MANAGEMENT CO INC*	75,000	.32
31 THORDIKE DORAN PAINE & LEWIS	75,000	.32
THORNDIKE-WELLINGTON FUNDS-COMB (75000)		
32 ILLINOIS STATE TEACHERS RETIR SYSTEM	71,600J	.30
33 UNITED BANKS OF COLORADO INC	70,063	.30
34 COLUMBIA UNIVERSITY	64,500	.27
35 FIRST CHICAGO CORP<	62,664	.26
36 WRIGHT INVESTORS' SERVICE	60,400	.25
37 SCOTT, JOHN S#	55,187	.23
38 SCUDDER STEVENS & CLARK CO*	50,695	.21
39 POWER CORP-INVESTORS GROUP OF CANADA<	50,000	.21
GREAT-WEST LIFE INSURANCE CO (50000)		
40 ATLANTA CAPITAL MNGT CORP	50,000	.21
TOTALS	18,494,547	79.21%

TOP 5 CONTROL 55.36% OF STOCK TOP 15 CONTROL 69.13% OF STOCK
TOP 10 CONTROL 63.89% OF STOCK TOP 20 CONTROL 72.45% OF STOCK

ROBERTSON (H H) CO

(SHARES O/S 2,127,000)

Principal Stockholders	Shares	%
1 PIONEER GROUP INC	125,500	5.90
PIONEERING MNGT/FUNDS-COMB		
2 FIDUCIARY TRUST CO OF NEW YORK	67,676	3.18
FIDUCIARY TRUST/FUNDS-COMBINED (67676)		
3 EQUITABLE BANCORPORATION	45,480	2.13
4 PITTSBURGH NATIONAL CORP	32,765	1.54
5 BROPHY, GEORGE T#	25,000J	1.17
6 FITZGIBBON, JAMES	20,000J	.94
7 FIRST KENTUCKY NATL CORP	15,375	.72
8 AMERICAN BANK & TRUST CO OF PENNSYLVANIA	12,725	.59
9 VANAN FINANCIAL MANAGEMENT LTD*	10,000	.47
10 CHEMICAL NEW YORK CORP	9,300	.43
11 BENEFICIAL STANDARD CORP	8,500H	.39
12 BANKERS TRUST NEW YORK CORP	8,000	.37
13 JONES, DOUGLAS A#	6,500J	.30
14 VALLEY NATIONAL BANK OF ARIZONA	5,000	.23
15 SINGLETON, FRED G#	4,695J	.22
TOTALS	396,516	18.64%

TOP 5 CONTROL 13.93% OF STOCK TOP 15 CONTROL 18.64% OF STOCK
TOP 10 CONTROL 17.10% OF STOCK TOP 20 CONTROL 18.64% OF STOCK

ROCKWELL INTERNATIONAL

(SHARES O/S 75,005,000)

Principal Stockholders	Shares	%
1 WESTERN BANCORPORATION<	19,654,850	26.20
ROCKWELL INTERNATIONAL SAVINGS PLAN/36000 PCTS (19362545)		
2 ROCKWELL, WILLARD F FAMILY INTERESTS#	2,153,998	2.87
ROCKWELL, WILLARD F JR (333784)		
ROCKWELL, S KENT (1992)		
ROCKWELL, WILLARD F SR ESTATE OF (75716)		
FAMILY PARTNERSHIP (1657432)		
ROCKWELL,BRUCE M (85074)		
3 TIAA-CREF	870,100	1.16
COLLEGE RETIREMENT EQUITIES FUND (870100)		
4 MORGAN (J P) & CO INC<	639,000	.85
5 TRAVELERS CORP<	604,499	.80
TRAVELERS/KEYSTONE FUNDS-COMBINED (604499)		
6 CHASE MANHATTAN CORP	548,768	.73
7 AMERITRUST CO	528,901	.70
8 TEXAS TEACHERS RETIR SYSTEM	469,100	.62
9 MUCHNIC, WILLIAM H AFFILLTATED INTERESTS#	410,216	.54
MUCHNIC, WILLIAM H (18000)		
VALLEY COMPANY INC (KANSAS) (392216)		
10 SEARS ROEBUCK & CO	400,000	.53
SEARS INVEST MNGT-PEN & SAVING PLS (400000)		
11 MELLON NATIONAL CORP	399,671	.53
12 TIMKEN FOUNDATION	350,000	.46
13 OPPENHEIMER HOLDINGS INC+	345,490	.46
14 SIRAGUSA, ROSS D JR AFFILLIATED INTERESTS#	326,608	.43
SIRAGUSA, ROSS D JR (176608)		
WESTERN EQUITIES INC (150000)		
15 WELLS FARGO & CO	309,520	.41
16 LINCOLN NATIONAL CORP<	296,262	.39
LINCOLN NATL INSUR/FDS-COMBINED (296262)		
17 MARYLAND STATE RETIREMENT SYSTEMS	252,000	.33
18 HELLER (WALTER E) INTERNATIONAL CORP	230,850	.30
AMERICAN NATL BK & TR CO/CHICAGO (230850)		
19 EQUITABLE LIFE ASSUR SOCIETY OF US	212,700	.28
20 TOWNSEND, JAMES E#	211,027J	.28
21 NORTHERN TRUST CORP	198,546	.26
22 UNITED SERVICES AUTOMOBILE ASSOC	195,000	.25
USAA INVESTMENT MNGT CO (195000)		
23 JOHNSON, THOMAS PHILLIPS & FAMILY#	190,694	.25
24 CITICORP<	172,840	.23
25 MERCANTILE TEXAS CORP	171,099	.22
26 HARRIS BANKCORP INC	168,000	.22
27 BANKERS TRUST NEW YORK CORP	167,240	.22
28 CONTINENTAL ILLINOIS CORP	166,172	.22
29 FORD FOUNDATION	161,600	.21
30 WACHOVIA CORP	161,540	.21
31 BATTERYMARCH FINANCIAL MNGT CORP	153,400	.20
32 SEIFERT, WILLIAM A JR#	150,680	.20
33 ANDERSON, ROBERT#	105,625	.14
TOTALS	31,375,996	41.83%

ROCKWELL INTERNATIONAL - CONTINUED

TOP 5 CONTROL 31.89% OF STOCK   TOP 15 CONTROL 37.34% OF STOCK
TOP 10 CONTROL 35.03% OF STOCK   TOP 20 CONTROL 38.94% OF STOCK

ROHM & HAAS

(SHARES O/S: 12,934,000)

Principal Stockholders	Shares	%
1 HAAS, F OTTO FAMILY INTERESTS#	6,088,854J	47.07
HAAS, F OTTO (55085)		
HAAS, JOHN C (79144)		
PENN (WILLIAM) FOUNDATION (2353166)		
FAMILY TRUSTS (1687101)		
CHARITABLE TRUSTS (1914358)		
2 PHILADELPHIA NATIONAL CORP	1,527,730	11.81
3 CAPITAL GROUP INC	736,100	5.69
CAPITAL GUARDIAN TRUST CO (342100)		
CAPITAL RES & MNGT/FUNDS-COMBINED (394000)		
4 JENNISON ASSOCIATES CAPITAL CORP	485,900	3.75
5 FIDELCOR INC	447,816	3.46
ROHM & HAAS SAVINGS PLAN (400000)		
6 MARSH & MCLENNAN COS INC<	302,400	2.33
EBERSTADT ASSET MNGT/FDS-COMBINED (302400)		
7 UNITED STATES STEEL CORP	241,788	1.86
US STEEL & CARNEGIE PENSION TR (241788)		
8 CITICORP<	236,382	1.82
9 SEARS ROEBUCK & CO	225,700	1.74
ALLSTATE INSUR COS/FDS-COMBINED (225700)		
10 STATE STREET RESEARCH & MANAGEMENT CO*	212,900	1.64
11 PRUDENTIAL INSURANCE CO OF AM	146,100	1.12
PRUDENTIAL INSUR COS/FUNDS-COMB (146100)		
12 SELIGMAN (J & W) & CO+	135,000	1.04
SELIGMAN/FUNDS-COMBINED (135000)		
13 CONTINENTAL ILLINOIS CORP	131,425	1.01
14 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	120,000J	.92
15 INA CORP<	100,000	.77
INA INSUR COS/FDS-COMBINED (100000)		
16 DREYFUS CORP*	100,000	.77
17 FIRST INTERNATIONAL BANCSHARES INC	90,822	.70
18 AMERICAN NATIONAL FINANCIAL CORP<	79,000H	.61
AMER NATL INSUR COS/FDS-COMBINED (79000)		
19 EMPLOYERS MUTAL LIABILITY INSUR CO-WISCONSIN	70,000	.54
20 BANKERS TRUST NEW YORK CORP	67,088	.51
21 MORGAN (J P) & CO INC<	66,000	.51
22 METROPOLITAN LIFE INSURANCE CO	55,000H	.42
23 PITTSBURGH NATIONAL CORP	54,400	.42
24 EXXON CORP	50,000	.38
25 FIRST PENNSYLVANIA CORP	44,715	.34
26 GREGORY, VINCENT L JR#	40,100J	.31
27 BULLOCK (CALVIN) LTD*	35,000	.27
28 STEINHARDT BERKOWITZ	34,300	.26
29 CENTRAL SECURITIES CORP	32,000	.24
30 GIRARD CO	26,891	.20
31 STATE MTL LIFE ASSUR CO OF AMERICA	26,400	.20
STATE MTL LIFE INSUR/FDS-COMBINED (26400)		
32 U S TRUST CORP	26,249	.20
TOTALS	12,036,060	93.05%

TOP 5 CONTROL 71.79% OF STOCK   TOP 15 CONTROL 86.11% OF STOCK
TOP 10 CONTROL 81.22% OF STOCK   TOP 20 CONTROL 89.26% OF STOCK

ROPER CORP

(SHARES O/S: 3,665,000)

Principal Stockholders	Shares	%
1 SEARS ROEBUCK & CO	1,517,709	41.41
2 HOOVER, CHARLES M#	77,850	2.12
3 WELLS FARGO & CO	76,900	2.09
4 BATTERYMARCH FINANCIAL MNGT CORP	76,600	2.09
5 HARRIS ASSOCIATES INC*	74,004	2.01
6 HELLER (WALTER E) INTERNATIONAL CORP	24,293	.66
AMERICAN NATL BK & TR CO/CHICAGO (24293)		
7 HEINE SECURITIES CORP	23,900	.65
8 WAGGONER, WILLIAM C#	23,100H	.63
9 SCHULTZ, GERHARD#	22,108J	.60
10 FARMERS AUTOMOBILE/PEKIN INSUR GROUP	16,000H	.43
11 KEEGAN, JOHN R	12,000D	.32
12 KAPLAN, M C#	11,000	.30

ROPER - CONTINUED

Principal Stockholders	Shares	%
13 BANKERS TRUST NEW YORK CORP	10,200	.27
TOTALS	1,965,664	53.63%

TOP 5 CONTROL 49.74% OF STOCK   TOP 15 CONTROL 53.63% OF STOCK
TOP 10 CONTROL 52.72% OF STOCK   TOP 20 CONTROL 53.63% OF STOCK

ROYAL CROWN COMPANIES

(SHARES O/S: 8,195,000)

Principal Stockholders	Shares	%
1 ALABAMA BANCORP	506,552	6.18
2 POSNER FAMILY INTERESTS	416,300	5.07
3 KIDDE INC	364,200	4.44
4 MATHERS & CO INC* (223000)	363,000	4.42
MATHERS FUND (140000)		
5 YOUNG, WILLIAM T#	192,630J	2.35
6 HARDAWAY, B H 3RD INTERESTS#	139,831J	1.70
HARDAWAY, B H 3RD (119760)		
HARDAWAY CO/HARDAWAY FOUND INC (20071)		
7 FRYE, JOSEPH JR	130,000	1.58
8 TEMPLETON (JOHN M) FAMILY INTERESTS	109,600	1.33
TEMPLETON INVEST CNSL LTD* (CAN) (109600)		
9 WELLS FARGO & CO	76,500	.93
10 CHEMICAL NEW YORK CORP	65,085	.79
11 MCMAHON, DONALD A#	53,263J	.64
12 ANCORP BANCSHARES INC	49,000	.59
13 HANSON, CLARENCE B JR#	47,511E	.57
14 BANKERS TRUST NEW YORK CORP	44,700	.54
15 HELLER (WALTER E) INTERNATIONAL CORP	41,900	.51
AMERICAN NATL BK & TR CO/CHICAGO (41900)		
16 FIRST TENNESSEE NATIONAL CORP	40,945	.49
17 JONES, DAVID A#	37,800J	.46
18 ALLENDALE GROUP<	30,000	.36
ALLENDALE INSUR COS-COMBINED (30000)		
19 FIRST CHICAGO CORP<	27,917	.34
20 CONFEDERATION LIFE INSURANCE CO	25,000H	.30
21 FIRST ATLANTA CORP	21,559	.26
22 CALLAWAY, CASON J JR INTERESTS#	16,800J	.20
CALLAWAY, CASON JR (10800)		
PINE MTN BENEVOLENT FOUNDATION INC (6000)		
TOTALS	2,800,093	34.16%

TOP 5 CONTROL 22.48% OF STOCK   TOP 15 CONTROL 31.72% OF STOCK
TOP 10 CONTROL 28.84% OF STOCK   TOP 20 CONTROL 33.70% OF STOCK

ST. REGIS PAPER

(SHARES O/S: 32,200,000)

Principal Stockholders	Shares	%
1 TIAA-CREF	1,557,900	4.83
COLLEGE RETIREMENT EQUITIES FUND (1557900)		
2 DELAWARE MANAGEMENT CO INC*	1,112,100	3.45
3 DUPONT FAMILY INTERESTS	901,500	2.79
DU PONT (E I) DE NEMOURS & CO INC (901500)		
4 AMERITRUST CO	607,354	1.88
5 FMR CORP	533,800	1.65
FIDELITY MNGT & RESEARCH CO* (463800)		
FMR/FUNDS-COMBINED (70000)		
6 DREYFUS CORP*	490,000	1.52
7 TORRAY, CLARK & CO INC	419,300	1.30
8 STATE STREET RESEARCH & MANAGEMENT CO*	418,700	1.30
9 MORGAN (J P) & CO INC<	405,000	1.25
10 LORD ABBETT & CO*	400,000	1.24
11 CAPITAL CITIES COMMUNICATIONS INC	394,570J	1.22
12 NEUBERGER & BERMAN+	369,550	1.14
NEUBERGER & BER MNGT/FDS-COMBINED (369550)		
13 HENDERSON, SIMON W JR	342,300Y	1.06
14 MASSACHUSETTS FINANCIAL SERVICES INC*	300,000	.93
15 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	300,000	.93
16 FORD FOUNDATION	240,000	.74
17 BATTERYMARCH FINANCIAL MNGT CORP	237,700	.73
18 BETHLEHEM STEEL CORP	237,000	.73
BETHLEHEM STEEL CORP PENSION PL (237000)		
19 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	236,800	.73
20 BRUNDAGE STORY & ROSE	225,489	.70
21 TEXAS PERMANENT SCHOOL FUND	203,500	.63
22 SCUDDER STEVENS & CLARK CO*	201,597	.62
23 METROPOLITAN LIFE INSURANCE CO	194,300H	.60

ST REGIS PAPER - CONTINUED

Principal Stockholders	Shares	%
24 BECK MACK & OLIVER	184,625	.57
25 WELLS FARGO & CO	176,290	.54
26 NATIONAL SECURITIES & RESEARCH CORP*	170,000	.52
27 WASHINGTON DEPT OF RETIREMENT SYSTEMS	161,100	.50
28 WORTHAM, RICHARD W JR	153,000Y	.47
29 SOROS FUND MANAGEMENT INC	144,000	.44
30 UNION CARBIDE CORP	138,800	.43
31 AMERICAN EXPRESS CO<	125,000	.38
AMERICAN EXP INSUR COS-COMBINED (125000)		
32 BANKERS TRUST NEW YORK CORP	107,577	.33
33 UNION NATIONAL BK OF PITTSBURGH	104,839	.32
34 FIRST INTERNATIONAL BANCSHARES INC	97,798	.30
35 WESTERN BANCORPORATION<	95,443	.29
36 CHEMICAL NEW YORK CORP	93,735	.29
37 HELLER (WALTER E) INTERNATIONAL CORP	89,429	.27
AMERICAN NATL BK & TR CO/CHICAGO (89429)		
38 BERNSTEIN (SANFORD C) & CO INC	86,930	.26
39 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	82,358	.25
BANK OF CALIFORNIA NA (82358)		
40 CITICORP<	81,777	.25
41 KURTH, MELVIN E JR & FAMILY#	74,147J	.23
42 NEW YORK STATE COMMON RETIREMENT FUND	68,000H	.21
TOTALS	12,563,308	39.01%

TOP 5 CONTROL 14.63% OF STOCK TOP 15 CONTROL 26.55% OF STOCK
TOP 10 CONTROL 21.25% OF STOCK TOP 20 CONTROL 30.21% OF STOCK

SAXON INDUSTRIES

(SHARES O/S 6,949,000)

Principal Stockholders	Shares	%
1 KROEGER, HAL A JR	319,800	4.60
DISTRIBIX INC (319800)		
2 KOSS, PHILIP K & FAMILY#	90,045J	1.29
3 MERRILL LYNCH & CO INC<	60,000	.86
MERRILL LYNCH ASSET MNGT CO INC* (60000)		
4 NUSSBAUM, CLARICE	60,000	.86
5 GREENE, EMANUEL	35,000	.50
6 LURIE, STANLEY & FAMILY#	33,900J	.48
7 HINCKLEY, FREDERICK R & FAMILY#	25,733J	.37
8 SEARS ROEBUCK & CO	17,600	.25
ALLSTATE INSUR COS/FDS-COMBINED (17600)		
9 HUTTON (E F) GROUP INC	16,400J	.23
HUTTON (E F) & CO, NY (16400)		
10 FELDESMAN, WALTER#	15,330J	.22
11 PFS MANAGEMENT SERVICES	15,000	.21
TOTALS	688,808	9.91%

TOP 5 CONTROL 8.12% OF STOCK TOP 15 CONTROL 9.91% OF STOCK
TOP 10 CONTROL 9.69% OF STOCK TOP 20 CONTROL 9.91% OF STOCK

SCHERING-PLOUGH

(SHARES O/S 53,187,000)

Principal Stockholders	Shares	%
1 PLOUGH, ABE#	1,999,918X	3.76
2 BATTERYMARCH FINANCIAL MNGT CORP	1,274,100	2.39
3 KIRBY FAMILY GROUP-ALLEGHANY CORP<	1,173,000	2.20
ALLEGHANY CORP (137000)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (1036000)		
4 CITICORP<	1,115,732	2.09
5 TIAA-CREF	1,000,000	1.88
COLLEGE RETIREMENT EQUITIES FUND (1000000)		
6 FIRST NATIONAL BOSTON CORP	995,330	1.87
SCHERING-PLOUGH EMP PROFIT SHARING INCENTIVE PL (316050)		
7 FIRST ATLANTA CORP	919,732	1.72
8 BANKAMERICA CORP<	869,972	1.63
9 MANUFACTURERS HANOVER CORP<	833,124	1.56
EDIE (LIONEL D) & CO INC (833124)		
10 BANKERS TRUST NEW YORK CORP	782,552	1.47
11 CONNECTICUT GENERAL INSURANCE CORP	714,800	1.34
CONN GENL INSUR COS/FDS-COMBINED (714800)		
12 SCUDDER STEVENS & CLARK CO*	589,781	1.10
13 MARSH & MCLENNAN COS INC<	578,000	1.08
PUTNAM MNGT/FUNDS-COMBINED (456000)		
EBERSTADT ASSET MNGT/FDS-COMBINED (122000)		

SCHERING-PLOUGH - CONTINUED

Principal Stockholders	Shares	%
14 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	545,800	1.02
15 UNION PLANTERS CORP	501,069	.94
16 GENERAL ELECTRIC CO	474,000	.89
GENERAL ELECTRIC PENSION TRUST (474000)		
17 ROCKEFELLER FAMILY INTERESTS	456,450	.85
ROCKEFELLER UNIVERSITY (125000)		
ROCKEFELLER & CO INC (331450)		
18 NEW YORK STATE TEACHERS RETIR FUND	445,300	.83
19 CONTINENTAL INVESTMENT CORP<	426,900	.80
WADDELL & REED FDS-COMBINED (426900)		
20 OHIO STATE TEACHERS RETIR SYSTEM	423,400	.79
21 DODGE & COX INC*	419,775	.78
22 STRALEM & CO INC	414,300	.77
23 AMERITRUST CO	409,421	.76
24 FIRST CHICAGO CORP<	390,055	.73
25 BANK OF NEW YORK CO INC	364,691	.68
26 MERCANTILE BANCORPORATION INC	338,673	.63
27 HELLER (WALTER E) INTERNATIONAL CORP	337,506	.63
AMERICAN NATL BK & TR CO/CHICAGO (337506)		
28 HARTFORD NATIONAL CORP	335,981	.63
29 MORGAN (J P) & CO INC<	313,000	.58
30 BETHLEHEM STEEL CORP	294,000	.55
BETHLEHEM STEEL CORP PENSION PL (294000)		
31 WESTERN BANCORPORATION<	279,949	.52
32 CHEMICAL NEW YORK CORP	266,058	.50
33 LIBERTY MUTUAL INSURANCE CO	252,500H	.47
34 VILAS FISCHER ASSOCIATES LTD	241,500	.45
35 ROWE PRICE (T) & ASSOCIATES INC*	234,601	.44
36 KEMPER FAMILY GROUP	230,000	.43
KEMPER INSUR COS/FDS-COMBINED (230000)		
37 MUTUAL LIFE INSURANCE CO OF NY	229,000	.43
38 WELLS FARGO & CO	227,143	.42
39 CRUM & FORSTER<	225,000	.42
CRUM & FORSTER INSUR COS-COMBINED (225000)		
40 AETNA LIFE & CASUALTY CO	223,500	.42
AETNA INSUR COS/FDS-COMBINED (223500)		
41 CONTINENTAL ILLINOIS CORP	207,358	.38
42 MARINE BANCORP INC	201,575	.37
43 ILLINOIS STATE TEACHERS RETIR SYSTEM	200,000J	.37
44 LEHMAN BROTHERS KUHN LOEB INC	195,000	.36
LEHMAN MANAGEMENT CO INC* (195000)		
45 U S TRUST CORP	192,186	.36
46 FIRST MANHATTAN CO	191,480	.36
47 NATIONAL SECURITIES & RESEARCH CORP*	186,700	.35
NSR ASSET MNGT/FUNDS-COMBINED (186700)		
48 DOW CHEMICAL CORP	184,900	.34
49 INVESCO CAPITAL MNGT INC	182,800	.34
50 TRUST CO OF GEORGIA	178,990	.33
51 DREYFUS CORP*	175,800	.33
52 NORTHERN TRUST CORP	163,017	.30
53 UNITED STATES STEEL CORP	161,300	.30
US STEEL & CARNEGIE PENSION TR (161300)		
54 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	160,000	.30
55 EXXON CORP	157,900	.29
56 FIDUCIARY TRUST CO OF NEW YORK	154,824	.29
FIDUCIARY TRUST/FUNDS-COMBINED (154824)		
57 NATIONAL HEALTH & WELFARE MTL LIFE INSUR ASSO	150,000	.28
58 MINNESOTA STATE BOARD OF INVESTMENT	149,900G	.28
59 G S I INC	146,000	.27
PENMARK INVESTMENTS INC (146000)		
60 ANDRECOM ADVISORS CORP	143,900	.27
61 HARVARD UNIVERSITY	134,552	.25
62 FIRST TENNESSEE NATIONAL CORP	129,479	.24
63 ALLENDALE GROUP<	127,700	.24
ALLENDALE INSUR COS-COMBINED (127700)		
64 BEA ASSOCIATES INC	125,800	.23
65 SCHOLL, WILLIAM H & FAMILY#	125,148J	.23
66 PROVIDENT NATIONAL CORP<	123,966	.23
67 BRUNDAGE STORY & ROSE	121,810	.22
68 AMERICAN EXPRESS CO<	120,000	.22
AMERICAN EXP INSUR COS-COMBINED (120000)		
69 WILKINS & NANOVIC ASSOCIATES	120,000	.22
70 FIRESTONE TIRE & RUBBER CO	120,000	.22
FIRESTONE TIRE & RUBBER PEN FUND (120000)		
71 SAROFIM (FAYEZ) & CO	117,302	.22
72 NEW YORK CITY COMPTROLLER'S OFFICE	109,900	.20
73 MACKAY-SHIELDS FINANCIAL CORP	109,500	.20

SCHERING-PLOUGH - CONTINUED

Principal Stockholders	Shares	%
74 FARMERS GROUP INC<	109,200	.20
FARMERS GROUP INSUR COS-COMBINED (109200)		
75 FMR CORP	108,105	.20
FIDELITY MNGT & RESEARCH CO* (108105)		
76 FEDERATED INVESTORS INC<	107,000	.20
FEDERATED RESEARCH CORP*		
FEDERATED RESEARCH FUNDS-COMBINED (107000		
77 ARIZONA STATE RETIREMENT SYSTEM	100,000J	.18
78 FLORIDA STATE BOARD OF ADMINISTRATION	100,000	.18
79 NEW YORK STATE COMMON RETIREMENT FUND	100,000H	.18
TOTALS	27,838,705	52.34%

TOP 5 CONTROL 12.33% OF STOCK TOP 15 CONTROL 26.12% OF STOCK
TOP 10 CONTROL 20.61% OF STOCK TOP 20 CONTROL 30.30% OF STOCK

SCHLITZ (JOS) BREWING

(SHARES O/S 29,063,000)

Principal Stockholders	Shares	%
1 UIHLEIN FAMILY INTERESTS#	20,344,100J	70.00
UIHLEIN, HERMAN A (371733)		
UIHLEIN, FRED W (27630)		
UIHLEIN, MARIE Z (1728685)		
CRIM, ELENA U (38750)		
HOPPE, RUDOLPH T (886841)		
STAUFFACHER, WILLIS J (770435)		
SEIPP, EDWIN A JR (672300)		
PATTON, FREDERICK W (8000)		
HOWLAND, WESTON JR (553904)		
MARKMAN, MARIANNE ELSER (1630936)		
ELSER, ALFRED U JR (470221)		
MCKEITHAN, DANIEL F JR & FAM (36600)		
UIHLEIN FAMILY MEMBERS-OTHER (13148065)		
2 MILLER, RICHARD H#	2,217,496J	7.62
3 NORTHERN TRUST CORP	1,787,878J	6.15
SCHLITZ (JOS) TRASOP-2065 PCTS (131801)		
4 FIRST WISCONSIN CORP	1,105,498	3.80
5 MATHERS & CO INC* (515100)	975,100	3.35
MATHERS FUND (460000)		
6 DUPONT FAMILY INTERESTS	600,000	2.06
WILMINGTON TRUST CO (600000)		
7 GREEN (DAVID J) & CO	201,435	.69
8 CHEMICAL NEW YORK CORP	183,350	.63
9 HELLER (WALTER E) INTERNATIONAL CORP	130,570	.44
AMERICAN NATL BK & TR CO/CHICAGO (130570)		
10 NEW YORK STATE COMMON RETIREMENT FUND	119,000H	.40
11 NEW YORK CITY COMPTROLLER'S OFFICE	106,600	.36
12 HARTFORD NATIONAL CORP	104,980	.36
13 WELLS FARGO & CO	99,725	.34
14 BANKERS TRUST NEW YORK CORP	88,650	.30
15 FRANKLIN RESOURCES INC<	87,503	.30
16 TRANSAMERICA CORP<	80,000	.27
TRANSAMERICA INSUR COS/FDS-COMB (80000)		
17 ALLENDALE GROUP<	60,000	.20
ALLENDALE INSUR COS-COMBINED (60000)		
TOTALS	28,291,885	97.34%

TOP 5 CONTROL 90.94% OF STOCK TOP 15 CONTROL 96.86% OF STOCK
TOP 10 CONTROL 95.18% OF STOCK TOP 20 CONTROL 97.34% OF STOCK

SCM CORP

(SHARES O/S 9,556,000)

Principal Stockholders	Shares	%
1 CITICORP<	494,745J	5.17
SCM RETIREMENT SAVINGS & INVESTMENT PLAN-4283 PCTS (494745)		
2 MULLER, N NORMAN INTERESTS	286,900J	3.00
MACMULLER INDUSTRIES (286900)		
3 BATTERYMARCH FINANCIAL MNGT CORP	233,400	2.44
4 ROCKWELL, WILLARD F & AFFILIATES	230,000	2.40
5 ELICKER, PAUL H & FAMILY#	85,978	.89
6 FIRST UNION CORP	80,550	.84
7 EQUITABLE LIFE ASSUR SOCIETY OF US	67,400	.70
8 CONTINENTAL INVESTMENT CORP<	58,200	.60
UNITED FUNDS MANAGEMENT CORP* (58200)		
9 GREEN (DAVID J) & CO	49,500	.51

SCM - CONTINUED

Principal Stockholders	Shares	%
10 AVCO CORP	45,000H	.47
AVCO INSUR COS/FDS-COMBINED (45000)		
11 WILKINS & NANOVIC ASSOCIATES	42,100	.44
12 HEINE SECURITIES CORP	34,500	.36
13 MERRILL LYNCH & CO INC<	30,000	.31
MERRILL LYNCH ASSET MNGT CO INC* (30000)		
14 AMERICAN INVESTORS CORP*	29,200	.30
15 NEIDHARDT, PAUL W#	28,112	.29
16 BURNS, GEORGE F JR#	26,201	.27
17 ROCKEFELLER FAMILY INTERESTS	25,000J	.26
ROCKEFELLER FOUNDATION (25000)		
18 HALL, GEORGE E#	24,427	.25
19 PIEDMONT MANAGEMENT CO INC<	23,100	.24
LEXINGTON MANAGEMENT CORP* (23100)		
20 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	18,000	.18
TOTALS	1,912,313	20.01%

TOP 5 CONTROL 13.92% OF STOCK TOP 15 CONTROL 18.79% OF STOCK
TOP 10 CONTROL 17.07% OF STOCK TOP 20 CONTROL 20.01% OF STOCK

SCOTT & FETZER

(SHARES O/S 7,364,000)

Principal Stockholders	Shares	%
1 DELAWARE MANAGEMENT CO INC*	385,200	5.23
2 THORDIKE DORAN PAINE & LEWIS	370,000	5.02
THORNDIKE-WELLINGTON FUNDS-COMB (370000)		
3 BATTERYMARCH FINANCIAL MNGT CORP	365,900	4.96
4 PROVIDENT NATIONAL CORP< (289750)	337,701	4.58
PROVIDENT INSTITUTIONAL MNGT CORP (47951)		
5 REPUBLIC OF TEXAS CORP<	26[illegible],300	3.59
6 CHASE MANHATTAN CORP	192,200	2.60
7 NATIONAL CITY CORP	94,000	1.27
8 DEERE & CO	73,200	.99
9 TEMPLETON (JOHN M) FAMILY INTERESTS	61,700	.83
TEMPLETON INVEST CNSL LTD* (CAN) (61700)		
10 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	59,595	.80
ROTHSCHILD CO (59595)		
11 TRAVELERS CORP<	58,800	.79
TRAVELERS/KEYSTONE FUNDS-COMBINED (58800)		
12 ILLINOIS STATE TEACHERS RETIR SYSTEM	54,600J	.74
13 HAMMINK, NILES H & FAMILY#	49,200J	.66
14 PROVIDENT LIFE & ACCIDENT INSUR CO	46,500	.63
15 SCHEY, RALPH E & FAMILY#	43,500J	.59
16 WRIGHT INVESTORS' SERVICE	36,300	.49
17 AMERITRUST CO	34,398	.46
18 FIRST PENNSYLVANIA CORP	32,700	.44
19 CUMBERLAND ASSOCIATES	30,000	.40
20 MELLON NATIONAL CORP	29,620	.40
21 FIRST OHIO BANCSHARES INC	28,500	.38
22 SOCIETY CORP	26,780	.36
23 BRADLEY, J F & FAMILY#	26,400J	.35
24 PHIPPS FAMILY INTERESTS	25,000	.33
BESSEMER TRUST CO NA (25000)		
25 CHUBB CORP<	22,000H	.29
CHUBB INSUR COS-COMBINED (22000)		
26 RAJKI, WALTER A#	22,000J	.29
27 FEDERATED INVESTORS INC<	20,200	.27
FEDERATED RESEARCH CORP*		
FEDERATED RESEARCH FUNDS-COMBINED (20200)		
28 GARDNER & PRESTON MOSS INC	18,820	.25
29 BEBBINGTON, JOHN#	18,700J	.25
30 HELLER (WALTER E) INTERNATIONAL CORP	18,600	.25
AMERICAN NATL BK & TR CO/CHICAGO (18600)		
31 DARTMOUTH COLLEGE	17,000J	.23
32 NEVILLE RODIE & SHAW INC	16,800	.22
33 MGIC INVESTMENT CORP<	15,000H	.20
TOTALS	2,895,714	39.32%

TOP 5 CONTROL 23.40% OF STOCK TOP 15 CONTROL 33.36% OF STOCK
TOP 10 CONTROL 29.93% OF STOCK TOP 20 CONTROL 35.57% OF STOCK

SCOTT PAPER

(SHARES O/S 42,593,000)

Principal Stockholders	Shares	%
1 BRONFMAN FAMILY INTERESTS (CANADA)	8,729,800	20.49
BRASCAN LTD (8729800)		

SCOTT PAPER - CONTINUED

	Principal Stockholders	Shares	%
2	BATTERYMARCH FINANCIAL MNGT CORP	1,945,600	4.56
3	NETHERLEIGHT CORP (INDIANA)	1,598,000	3.75
4	LORD ABBETT & CO*	1,285,500	3.01
5	MCCABE, THOMAS B & FAMILY#	806,131J	1.89
6	FIRST NATIONAL BOSTON CORP	780,140	1.83
7	FIDELCOR INC	732,686J	1.72
	SCOTT PAPER HOURLY EMPS STOCK INVESTMENT PROGRAM/INTERNAL (732686)		
8	STUPHIN, SAMUEL R FAMILY & AFFILIATES#	692,267J	1.62
9	BANKERS TRUST NEW YORK CORP	546,595	1.28
	SCOTT PAPER SAV & INV PL/INTERNAL (68800)		
10	PHILADELPHIA NATIONAL CORP	531,105	1.24
11	CITICORP<	507,848	1.19
12	LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	475,000J	1.11
13	NEUBERGER & BERMAN+	420,700	.98
	NEUBERGER & BER MNGT/FDS-COMBINED (420700)		
14	WILMINGTON CAPITAL MNGT	370,200	.86
15	CHASE MANHATTAN CORP	324,350	.76
16	DREYFUS CORP*	250,000	.58
17	UNITED BANKS OF COLORADO INC	237,350	.55
18	FIRST MANHATTAN CO	235,710	.55
19	NEW YORK LIFE INSURANCE CO	233,400	.54
20	WELLS FARGO & CO	227,758	.53
21	CENTRAL BANCORP INC	203,898	.47
22	MADISON FUND INC	200,000	.46
23	FIFTH THIRD BANK	195,728	.45
24	STANFORD UNIVERSITY	186,500G	.43
25	ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	186,107	.43
	BANK OF CALIFORNIA NA (186107)		
26	NEW JERSEY DIVISION OF INVESTMENTS	175,000J	.41
27	PROVIDENT NATIONAL CORP<	165,010	.38
28	SAFECO CORP<	153,878	.36
	SAFECO INSUR COS & FDS-COMBINED (153878)		
29	INA CORP<	150,000	.35
	INA INSUR COS/FDS-COMBINED (150000)		
30	NEW ENGLAND MUTUAL LIFE INSUR CO	146,325	.34
	LOOMIS-SAYLES MNGR/FUNDS-COMBINED (146325)		
31	AMERITRUST CO	134,014	.31
32	BRISTOL, JOHN W INTERESTS	132,716	.31
	BRISTOL (JOHN W) & CO INC (132716)		
33	CONTINENTAL CORP<	129,234	.30
	CONTINENTAL CORP/INSUR COS-COMB (129234)		
34	CHEMICAL NEW YORK CORP	127,105	.29
35	U S TRUST CORP	125,075	.29
36	HELLER (WALTER E) INTERNATIONAL CORP	123,733	.29
	AMERICAN NATL BK & TR CO/CHICAGO (123733)		
37	FMR CORP	110,000	.25
	FMR/FUNDS-COMBINED (110000)		
38	FIRST PENNSYLVANIA CORP	108,949	.25
39	CAPITAL GROUP INC	100,000	.23
	CAPITAL RES & MNGT/FUNDS-COMBINED (100000)		
40	UNITED STATES STEEL CORP	99,000	.23
	US STEEL & CARNEGIE PENSION TR (99000)		
41	WASHINGTON DEPT OF RETIREMENT SYSTEMS	83,910	.19
42	PENDLETON, M B	81,840J	.19
	TOTALS	24,048,162	56.46%

TOP 5 CONTROL 33.72% OF STOCK TOP 15 CONTROL 46.35% OF STOCK
TOP 10 CONTROL 41.43% OF STOCK TOP 20 CONTROL 49.13% OF STOCK

SCOVILL INC

(SHARES O/S: 9,180,000)

	Principal Stockholders	Shares	%
1	DELAWARE MANAGEMENT CO INC*	360,100	3.92
2	AMERICAN GENERAL INSURANCE CO<	321,600	3.50
	AMERICAN GENL INSUR CO-COMBINED (321600)		
3	VAUGHAN NELSON & HARGROVE INC	312,020	3.39
4	DETROITBANK CORP	260,964	2.84
5	HELLER (WALTER E) INTERNATIONAL CORP	247,000	2.69
	AMERICAN NATL BK & TR CO/CHICAGO (247000)		
6	FMR CORP	218,500	2.38
	FIDELITY MNGT & RESEARCH CO* (200000)		
	FMR/FUNDS-COMBINED (18500)		
7	MERCANTILE BANKSHARES CORP<	206,300	2.24
8	FARMERS GROUP INC<	189,460	2.06
	FARMERS GROUP INSUR COS-COMBINED (189460)		
9	BALDRIDGE, MALCOLM#	137,030J	1.49

SCOVILL - CONTINUED

	Principal Stockholders	Shares	%
10	TRAVELERS CORP<	129,100	1.40
	TRAVELERS/KEYSTONE FUNDS-COMBINED (129100)		
11	NEW ENGLAND MUTUAL LIFE INSUR CO	119,770	1.30
	LOOMIS-SAYLES MNGR/FUNDS-COMBINED (119770)		
12	SCUDDER STEVENS & CLARK CO*	106,497	1.16
13	CHASE MANHATTAN CORP	104,350	1.13
14	CONTINENTAL ILLINOIS CORP	91,450	.99
15	ROBECO (HOLLAND)	80,000H	.87
16	TISCH FAMILY GROUP	77,600	.84
	CNA INSUR COS/FDS-COMBINED (77600)		
17	SELIGMAN (J & W) & CO+	70,500	.76
	SELIGMAN/FUNDS-COMBINED (70500)		
18	NORTHERN TRUST CORP	60,700	.66
19	HARTFORD NATIONAL CORP	54,056	.58
20	SAFECO CORP<	50,000	.54
	SAFECO INSUR COS & FDS-COMBINED (50000)		
21	FIRST UNION BANCORP	48,400	.52
22	COLONIAL BANCORP INC (CONN)	45,805	.49
23	BALTIMORE EMPLOYEES RETIREMENT SYSTEM	44,500J	.48
24	TEXAS COMMERCE BANCSHARES INC	40,000	.43
25	PENN MUTUAL LIFE INSURANCE CO	37,088	.40
26	MONARCH CAPITAL CORP	35,000	.38
	MONARCH INSUR COS/FUNDS-COMBINED (35000)		
27	UNITED VIRGINIA BANKSHARES INC	34,940	.38
28	MERRILL LYNCH & CO INC<	31,430	.34
	MERRILL LYNCH ASSET MNGT CO INC* (31430)		
29	MANUFACTURERS HANOVER CORP<	30,500	.33
	EDIE (LIONEL D) & CO INC (30500)		
30	EATON FINANCIAL SERVICES LTD (CANADA)	30,000	.32
	EATON FUND MANAGEMENT LTD*		
	EATON BAY FUNDS-COMBINED (30000)		
31	LEGANZA, LEONARD F#	27,740J	.30
32	MORGAN (J P) & CO INC<	27,000	.29
33	AFFILIATED BANKSHARES OF COLORADO INC	25,800	.28
34	DUPONT FAMILY INTERESTS	25,000	.27
	DELFI MANAGEMENT INC* (25000)		
35	SBHU HOLDINGS INC	22,932	.24
36	ANDREWS, WILLIAM F#	21,000J	.22
37	PRICE, FORREST W#	18,000J	.19
	TOTALS	3,742,132	40.76%

TOP 5 CONTROL 16.35% OF STOCK TOP 15 CONTROL 31.41% OF STOCK
TOP 10 CONTROL 25.94% OF STOCK TOP 20 CONTROL 34.82% OF STOCK

SEARLE (G D)

(SHARES O/S: 52,621,000)

	Principal Stockholders	Shares	%
1	SEARLE FAMILY INTERESTS#	19,648,060J	37.33
	SEARLE, DANIEL C (913200)		
	SEARLE, WILLIAM L (944605)		
	DIXON, SUZANNE SEARLE & FAMILY (1037020)		
	BOWES, K-TRIENENS H AFFIATATES (6635015)		
	SEARLE, JOHN ESTATE & FAM TRUSTS (10118220)		
2	WELLS FARGO & CO	1,631,009	3.09
3	DREYFUS CORP*	1,240,000	2.35
4	MORGAN (J P) & CO INC< (1084000)	1,234,000	2.34
	MORGAN GUARANTY TRUST CO OF NY		
	MORGAN GUARANTY FUNDS-COMBINED (150000)		
5	FORSTMANN-LEFF ASSOCIATES	1,216,700	2.31
6	OHIO PUBLIC EMPLOYEES RETIR SYSTEM	700,000	1.33
7	DONALDSON LUFKIN & JENRETTE INC<	643,900	1.22
8	GENERAL ELECTRIC CO	486,500	.92
	GENERAL ELECTRIC PENSION TRUST (486500)		
9	FMR CORP	471,850	.89
	FIDELITY MNGT & RESEARCH CO* (340000)		
	FMR/FUNDS-COMBINED (131850)		
10	KIRBY FAMILY GROUP-ALLEGHANY CORP<	470,000	.89
	ALLEGHANY CORP (270000)		
	INVESTORS DIVERSIFIED SER INC*		
	IDS FUNDS-COMBINED (200000)		
11	FIRST KENTUCKY NATL CORP	434,713	.82
12	NEW ENGLAND MUTUAL LIFE INSUR CO	428,045	.81
	LOOMIS-SAYLES MNGR/FUNDS-COMBINED (428045)		
13	YALE UNIVERSITY	405,000F	.76
14	CITICORP<	398,870	.75
15	ROTHSCHILD (L F) UNTERBERG TOWBIN	383,000	.72

SEARLE - CONTINUED

Principal Stockholders	Shares	%
16 UNITED STATES STEEL CORP	362,400	.68
US STEEL & CARNEGIE PENSION TR (362400)		
17 NORTHERN TRUST CORP	361,611	.68
18 MASSACHUSETTS FINANCIAL SERVICES INC*	352,000	.66
19 MERCANTILE BANCORPORATION INC	350,300	.66
20 NEUBERGER & BERMAN+	247,615	.47
NEUBERGER & BER MNGT/FDS-COMBINED (247615)		
21 SWISS REINSURANCE CO (SWITZERLAND)	247,000	.46
22 EXXON CORP	193,600	.36
23 MIAMI CORP	190,000J	.36
24 DELAWARE MANAGEMENT CO INC*	180,500	.34
25 FIRST PENNSYLVANIA CORP	178,200	.33
26 JENNISON ASSOCIATES CAPITAL CORP	177,700	.33
27 HELLER (WALTER E) INTERNATIONAL CORP	166,070	.31
AMERICAN NATL BK & TR CO/CHICAGO (166070)		
28 ROBECO (HOLLAND)	150,000H	.28
29 RUMSFELD, DONALD#	144,000J	.27
30 SASS (MARTIN D)	132,250	.25
31 AMERICAN GENERAL INSURANCE CO<	130,000	.24
AMERICAN GENL INSUR CO-COMBINED (130000)		
32 BANKERS TRUST NEW YORK CORP	128,200	.24
33 GULF & WESTERN INDUSTRIES INC<	110,000	.20
TOTALS	33,593,093	63.83%

TOP 5 CONTROL 47.45% OF STOCK   TOP 15 CONTROL 56.61% OF STOCK
TOP 10 CONTROL 52.72% OF STOCK   TOP 20 CONTROL 59.79% OF STOCK

SHELL OIL

(SHARES O/S 308,839,000)

Principal Stockholders	Shares	%
1 ROYAL DUTCH/SHELL GROUP (HOLLAND-ENGLAND)	214,503,246J	69.45
2 FIRST CITY BANCORP OF TEXAS INC	25,518,974	8.26
SHELL OIL ESOP-31000 PCTS (2100000)		
3 SHELL OIL CO	23,500,000	7.60
SHELL PROVIDENT FUND-19600 PCT (23500000)		
4 SAROFIM (FAYEZ) & CO	2,726,804	.88
5 CONTINENTAL CORP<	2,160,110	.69
CONTINENTAL CORP/INSUR COS-COMB (2160110)		
6 WELLS FARGO & CO	1,905,247	.61
7 TIAA-CREF	1,753,000	.56
COLLEGE RETIREMENT EQUITIES FUND (1753000)		
8 DUPONT FAMILY INTERESTS	1,375,000	.44
DU PONT (E I) DE NEMOURS & CO INC (1375000)		
9 BANKERS TRUST NEW YORK CORP	1,171,457	.37
10 HELLER (WALTER E) INTERNATIONAL CORP	1,012,240	.32
AMERICAN NATL BK & TR CO/CHICAGO (1012240)		
11 CAPITAL GROUP INC	951,700	.30
CAPITAL GUARDIAN TRUST CO (951700)		
12 PRUDENTIAL INSURANCE CO OF AM	907,500	.29
PRUDENTIAL INSUR COS/FUNDS-COMB (907500)		
13 ROSENBERG CAPITAL MANAGEMENT	772,600	.25
14 WISCONSIN INVESTMENT BOARD	740,400	.23
15 SEARS ROEBUCK & CO	729,300	.23
ALLSTATE INSUR COS/FDS-COMBINED (729300)		
16 STEIN ROE & FARNHAM*	689,516	.22
17 TELEDYNE INC	688,600	.22
TELEDYNE INSUR COS-COMBINED (688600)		
18 FIRST CHICAGO CORP<	676,178	.21
19 LAZARD FRERES & CO	652,204	.21
20 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	634,000H	.20
HARTFORD FIRE INSUR COS-COMBINED (634000)		
21 BATTERYMARCH FINANCIAL MNGT CORP	627,411	.20
22 UNITED STATES STEEL CORP	619,136	.20
US STEEL & CARNEGIE PENSION TR (619136)		
23 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	600,000J	.19
24 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	599,000G	.19
TOTALS	285,513,623	92.24%

TOP 5 CONTROL 86.90% OF STOCK   TOP 15 CONTROL 90.57% OF STOCK
TOP 10 CONTROL 89.24% OF STOCK   TOP 20 CONTROL 91.65% OF STOCK

SHELLER-GLOBE

(SHARES O/S 6,191,000)

Principal Stockholders	Shares	%
1 COGAN, DAVID H#	64,482	1.04
2 DEVENOW, CHESTER#	64,453	1.04

SHELLER-GLOBE - CONTINUED

Principal Stockholders	Shares	%
3 GLASSER, HERMAN	51,634F	.83
4 GRIFFIN, JOHN C#	37,496	.60
5 EASTMAN, JOHN R#	30,654	.49
6 PATTERSON, WILLIAM H#	20,525	.33
7 SEARS ROEBUCK & CO	19,900	.32
ALLSTATE INSUR COS/FDS-COMBINED (19900)		
8 HAHN, WILLIAM#	14,768	.23
TOTALS	303,912	4.90%

TOP 5 CONTROL 4.01% OF STOCK   TOP 15 CONTROL 4.90% OF STOCK
TOP 10 CONTROL 4.90% OF STOCK   TOP 20 CONTROL 4.90% OF STOCK

SHERWIN-WILLIAMS

(SHARES O/S 4,691,000)

Principal Stockholders	Shares	%
1 AMERITRUST CORP	1,851,374	39.46
SHERWIN-WILLIAMS EMP STOCK PUR & SAV PLAN-5238 PCTS (937197)		
SHERWIN-WILLIAMS COLLECTIVE INVESTMENT TRUST (341450)		
2 MASSACHUSETTS FINANCIAL SERVICES INC*	108,750	2.31
3 CONTINENTAL CORP<	102,000	2.17
CONTINENTAL CORP/INSUR COS-COMB (102000)		
4 CONTROL DATA CORP	100,900H	2.15
COMMERCIAL CREDIT/INS COS-COMBINED (100900)		
5 AMERICAN NATIONAL FINANCIAL CORP<	91,100H	1.94
AMER NATL INSUR COS/FDS-COMBINED (91100)		
6 MORGAN (J P) & CO INC<	91,000	1.93
7 ROULSTON & CO INC	89,940	1.91
8 AETNA LIFE & CASUALTY CO	62,200H	1.32
AETNA INSUR COS/FDS-COMBINED (62200)		
9 CITICORP<	55,500	1.18
10 BERNHARD (ARNOLD) & CO INC*	50,500	1.07
VALUE LINE MNGR/FUNDS-COMBINED (50500)		
11 HELLER (WALTER E) INTERNATIONAL CORP	39,350	.83
AMERICAN NATL BK & TR CO/CHICAGO (39350)		
12 FINE, WILLIAM C#	35,000J	.74
13 METROPOLITAN LIFE INSURANCE CO	31,000H	.66
14 COMMES, THOMAS A#	30,000	.63
15 BREEN, JOHN G#	26,834	.57
16 EXTENDICARE LTD (CANADA)	22,600H	.48
CROWN LIFE INSURANCE CO (22600)		
17 WELCH & FORBES INC	22,205	.47
18 FIRST NATIONAL OF NEBRASKA INC	22,050	.47
19 PROVIDENT NATIONAL CORP<	20,860	.44
20 AMERICAN FAMILY INSURANCE GROUP	20,500H	.43
21 FIRST NATIONAL STATE BANCORP	18,310	.39
22 WELLS FARGO & CO	17,280	.36
23 TICKNER, G L#	15,750	.33
24 FIFTH THIRD BANK	15,629	.33
25 GILLUND, W D#	15,000	.31
26 MOONAN, WILLIAM#	14,500J	.30
27 ADIG ALLGIEMEINE DEUTSCHE INVESTMENT-GMBH	13,500J	.28
ADIG FUNDS-COMBINED (13500)		
28 WEINGARTEN MANAGEMENT CORP*	12,000	.25
29 WESTERN BANCORPORATION<	11,200	.23
30 OPPENHEIMER HOLDINGS INC+	10,100	.21
31 SOCIETY CORP	10,067	.21
TOTALS	3,026,999	64.52%

TOP 5 CONTROL 48.05% OF STOCK   TOP 15 CONTROL 58.95% OF STOCK
TOP 10 CONTROL 55.49% OF STOCK   TOP 20 CONTROL 61.25% OF STOCK

SIGNAL COMPANIES

(SHARES O/S 57,626,000)

Principal Stockholders	Shares	%
1 BANKAMERICA CORP	12,127,410	21.04
SIGNAL SAV & ST PUR PL/13216 (11967521)		
SIGNAL TRASOP/13680 PCTS (159889)		
2 ROWE PRICE (T) & ASSOCIATES INC*	2,348,725	4.07
3 DONALDSON LUFKIN & JENRETTE INC<	1,820,900	3.15
4 PRUDENTIAL INSURANCE CO OF AM	1,745,450	3.02
PRUDENTIAL INSUR COS/FUNDS-COMB (1745450)		
5 MORGAN (J P) & CO INC< (1420500)	1,638,000	2.84
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (217500)		

SIGNAL COMPANIES ; CONTINUED

Principal Stockholders	Shares	%
6 DUPONT FAMILY INTERESTS	945,000	1.63
DU PONT (E I) DE NEMOURS & CO INC (945000)		
7 MANUFACTURERS HANOVER CORP<	932,329	1.61
8 CAPITAL GROUP INC	879,800	1.52
CAPITAL GUARDIAN TRUST CO (879800)		
9 NEUBERGER & BERMAN+	879,400	1.52
NEUBERGER & BER MNGT/FDS-COMBINED (879400)		
10 NEW YORK CITY COMPTROLLER'S OFFICE	783,600	1.35
11 MADISON FUND INC	750,000	1.30
12 SCUDDER STEVENS & CLARK CO*	704,739	1.22
13 DREYFUS CORP*	627,200	1.08
14 FORSTMANN-LEFF ASSOCIATES	592,650	1.02
15 SALOMON BROTHERS	503,000	.87
16 FIRST INTERNATIONAL BANCSHARES INC	501,521	.87
17 ROULSTON & CO INC	428,500	.74
18 UNITED SERVICES AUTOMOBILE ASSOC	345,000H	.59
USAA LIFE INSURANCE CO (195000)		
USAA INVESTMENT MNGT CO (150000)		
19 VAUGHAN NELSON & HARGROVE INC	328,752	.57
20 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	299,850	.52
21 SHUMWAY, FORREST N INTERESTS#	296,055J	.51
SHUMWAY, FORREST N (176301)		
WETZEL (HARRY H) JR TRUST (119754)		
22 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	294,520	.51
BANK OF CALIFORNIA NA (294520)		
23 BEA ASSOCIATES INC	288,150	.50
24 BERNHARD (ARNOLD) & CO INC*	255,000	.44
VALUE LINE MNGR/FUNDS-COMBINED (255000)		
25 CONNECTICUT GENERAL INSURANCE CORP	245,000	.42
CONN GENL INSUR COS/FDS-COMBINED (245000)		
26 PROVIDENT NATIONAL CORP<	242,872	.42
27 NEW YORK STATE COMMON RETIREMENT FUND	240,000H	.41
28 WELLS FARGO & CO	227,028	.39
29 EQUITABLE LIFE ASSUR SOCIETY OF US	225,000	.39
30 CONTINENTAL ILLINOIS CORP	208,881	.36
31 CHEMICAL NEW YORK CORP	207,207	.35
32 MELAMID, GEORGE#	204,900X	.35
33 OPPENHEIMER HOLDINGS INC+	181,332	.31
34 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	160,500G	.27
35 CRITERON MANAGEMENT CORP	155,475	.26
36 ILLINOIS MUNICIPAL RETIREMENT FUND	150,000	.26
37 NATIONAL HEALTH & WELFARE MTL LIFE INSUR ASSO	150,000	.26
38 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	150,000	.26
39 BANKERS TRUST NEW YORK CORP	147,000	.25
40 WETZEL, HARRY H#	144,990J	.25
41 TRAINER WORTHAM & CO	144,070	.25
42 TEXAS COMMERCE BANCSHARES INC	142,786	.24
43 AMERICAN NATIONAL FINANCIAL CORP<	133,875H	.23
AMER NATL INSUR COS/FDS-COMBINED (133875)		
44 RAINIER BANCORPORATION	128,550	.22
45 MORGAN STANLEY & CO INC	125,970	.21
46 MARYLAND STATE RETIREMENT SYSTEMS	125,000	.21
47 HELLER (WALTER E) INTERNATIONAL CORP	123,500	.21
AMERICAN NATL BK & TR CO/CHICAGO (123500)		
48 BATTERYMARCH FINANCIAL MNGT CORP	119,700	.20
49 CAMPBELL ADVISORS INC	117,530	.20
50 TRW INC	115,500	.20
TRW INVESTMENT MANAGEMENT (115500)		
TOTALS	34,632,217	60.09%

TOP 5 CONTROL 34.15% OF STOCK TOP 15 CONTROL 47.33% OF STOCK
TOP 10 CONTROL 41.82% OF STOCK TOP 20 CONTROL 50.64% OF STOCK

SIGNODE CORP

(SHARES O/S: 7,875,000)

Principal Stockholders	Shares	%
1 HARRIS BANKCORP INC	772,412	9.80
SIGNODE EMPS SAVINGS & PROFIT SHARING TRUST FUND/4100 PCTS (484412)		
2 POSNER FAMILY INTERESTS	481,700J	6.11
SHARON STEEL CORP (395600)		
3 LESLIE, JOHN H FAMILY INTERESTS#	456,564J	5.79
LESLIE, JOHN H & ASSOCIATES (252886)		
LESLIE FUND INC (16760)		
BERTLES, WILLIAM M JR FAMILY (186918)		
4 TIAA-CREF	412,700	5.24
COLLEGE RETIREMENT EQUITIES FUND (412700)		

SIGNODE - CONTIN D

Principal Stockholders	Shares	%
5 TRANSAMERICA CORP<	364,600	4.62
TRANSAMERICA INSUR COS/FDS-COMB (364600)		
6 PIONEER GROUP INC	316,200	4.01
PIONEERING MNGT/FUNDS-COMB		
7 UNITED STATES STEEL CORP	312,300	3.96
US STEEL & CARNEGIE PENSION TR (312300)		
8 NEW ENGLAND MUTUAL LIFE INSUR CO	206,435	2.62
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (206435)		
9 BRUNDAGE STORY & ROSE	190,498	2.41
10 MASSACHUSETTS MUTUAL LIFE INSUR CO	188,200	2.38
MASS MUTUAL INSUR CO/FUNDS-COMB (188200)		
11 SCUDDER STEVENS & CLARK CO*	177,549	2.25
12 ERCKLENTZ, ALEXANDER TONIO#	177,298J	2.25
13 SAVINGS BANKS TRUST CO	166,750	2.11
14 CONTINENTAL ILLINOIS CORP	164,590	2.09
15 REICH & TANG INC	156,800	1.99
16 NEW YORK STATE COMMON RETIREMENT FUND	138,000H	1.75
17 NORTHERN TRUST CORP	122,776	1.55
18 BANK OF NEW YORK CO INC	96,319	1.22
19 OPPENHEIMER HOLDINGS INC+	87,000	1.10
20 LINCOLN NATIONAL CORP<	79,812	1.01
LINCOLN NATL INSUR/FDS-COMBINED (79812)		
21 FIRST CHICAGO CORP<	76,592	.97
22 MORGAN (J P) & CO INC<	70,000	.88
23 DUPONT FAMILY INTERESTS	63,687	.80
WILMINGTON TRUST CO (63687)		
24 WELLS FARGO & CO	63,346	.80
25 OLSEN, ROBERT J	47,393B	.60
26 VALLEY NATIONAL BANK OF ARIZONA	42,874	.54
27 US & FOREIGN SECURITIES CORP	42,200	.53
28 EATON FINANCIAL SERVICES LTD (CANADA)	35,000	.44
EATON FUND MANAGEMENT LTD*		
EATON BAY FUNDS-COMBINED (35000)		
29 MANUFACTURERS HANOVER CORP<	31,640	.40
30 WRIGHT INVESTORS' SERVICE	31,600	.40
31 GEICO CORP	31,300	.39
32 SMOOT KNOCHE & CO	30,800	.39
33 ALLENDALE GROUP<	30,000	.38
ALLENDALE INSUR COS-COMBINED (30000)		
34 WESTERN BANCORPORATION<	27,053	.34
35 COLUMBIA UNIVERSITY	27,000	.34
36 AETNA LIFE & CASUALTY CO	25,800H	.32
AETNA INSUR COS/FDS-COMBINED (25800)		
37 ROSENBERG CAPITAL MANAGEMENT	25,000	.31
38 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	24,700J	.31
39 BARCLAYS BANK LTD (ENGLAND)	23,800	.30
40 HELLER (WALTER E) INTERNATIONAL CORP	23,393	.29
AMERICAN NATL BK & TR CO/CHICAGO (23393)		
41 TSCHUDY, DAVID	22,600	.28
42 MELLON NATIONAL CORP	20,965	.26
43 FRENCH NATIONAL GOVERNMENT	20,000	.25
MUTUAL FUNDS-COMBINED (20000)		
44 BECKER WARBURG PARIBAS GROUP INC	18,100	.22
45 BANKERS TRUST NEW YORK CORP	16,150	.20
46 UTAH STATE RETIREMENT FUND	15,000	.19
TOTALS	5,954,496	75.61%

TOP 5 CONTROL 31.59% OF STOCK TOP 15 CONTROL 57.70% OF STOCK
TOP 10 CONTROL 47.00% OF STOCK TOP 20 CONTROL 64.36% OF STOCK

SINGER

(SHARES O/S: 16;587,000)

Principal Stockholders	Shares	%
1 TIAA-CREF	755,000	4.55
COLLEGE RETIREMENT EQUITIES FUND (755000)		
2 BEA ASSOCIATES INC	725,100	4.37
3 MORGAN (J P) & CO INC<	300,000	1.80
4 WESTERN BANCORPORATION<	251,650	1.51
5 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	250,000	1.50
6 SALOMON BROTHERS	241,900	1.45
7 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	222,000J	1.33
8 AMERICAN GENERAL INSURANCE CO<	209,600	1.26
AMERICAN GENL INSUR CO-COMBINED (209600)		
9 HELLER (WALTER E) INTERNATIONAL CORP	110,750	.66
AMERICAN NATL BK & TR CO/CHICAGO (110750)		
10 MERRILL LYNCH & CO INC<	102,800	.61
MERRILL LYNCH ASSET MNGT CO INC* (102800)		

SINGER - CONTINUED

	Shares	%
11 MITCHELL, MAYER & FAMILY	102,528J	.61
12 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	100,000	.60
13 CONTINENTAL GROUP INC< CONTINENTAL FINL SERVICES CO (100000)	100,000	.60
14 NEW YORK CITY COMPTROLLER'S OFFICE	78,000	.47
15 US & FOREIGN SECURITIES CORP	75,000	.45
16 WELLS FARGO & CO	57,022	.34
17 NEW YORK STATE COMMON RETIREMENT FUND	55,000H	.33
18 PIONEER GROUP INC PIONEERING MNGT/FUNDS-COMB	48,100	.28
19 FLAVIN, JOSEPH B#	43,051	.25
20 BANKERS TRUST NEW YORK CORP	35,700	.21
21 CENTRAL SECURITIES CORP	35,000	.21
TOTALS	3,898,201	23.50%

TOP 5 CONTROL 13.75% OF STOCK TOP 15 CONTROL 21.85% OF STOCK
TOP 10 CONTROL 19.10% OF STOCK TOP 20 CONTROL 23.29% OF STOCK

SKYLINE CORP

(SHARES O/S 11,217,000)

	Shares	%
1 DECIO FAMILY INTERESTS# DECIO, ARTHUR J & FAMILY (495298) VITE, FRANK A & FAMILY (452095) DECIO (ARTHUR J) FOUNDATION (83500)	2,030,893	18.10
2 MORGAN (J P) & CO INC<	597,000	5.32
3 AMERICAN GENERAL INSURANCE CO< AMERICAN GENL INSUR CO-COMBINED AMERICAN GENERAL FDS-COMBINED (500000)	500,000	4.45
4 MASSACHUSETTS FINANCIAL SERVICES INC*	300,000	2.67
5 HONG KONG & SHANGHAI BANKING CORP MARINE MIDLAND BANKS INC (255400)	255,400	2.27
6 BEA ASSOCIATES INC	215,000	1.91
7 CITICORP<	204,000	1.81
8 KIRBY FAMILY GROUP-ALLEGHANY CORP< INVESTORS DIVERSIFIED SER INC* IDS FUNDS-COMBINED (200000)	200,000	1.78
9 ROSENBERG CAPITAL MANAGEMENT	173,900	1.55
10 DREYFUS CORP*	100,600	.89
11 EQUITABLE LIFE ASSUR SOCIETY OF US	60,000	.53
12 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (50062)	50,062	.44
13 FMR CORP FMR/FUNDS-COMBINED (50000)	50,000	.44
14 WELLS FARGO & CO	49,100	.43
15 KLOSKA, RONALD F & FAMILY#	35,940	.32
16 BANKERS TRUST NEW YORK CORP	35,700	.31
17 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND) BANK OF CALIFORNIA NA (34500)	34,500	.30
18 GATES RUBBER CO< FINANCIAL PROGRAMS INC* (25000)	25,000	.22
19 STEIN ROE & FARNHAM*	25,000	.22
TOTALS	4,942,095	44.05%

TOP 5 CONTROL 32.83% OF STOCK TOP 15 CONTROL 42.98% OF STOCK
TOP 10 CONTROL 40.80% OF STOCK TOP 20 CONTROL 44.05% OF STOCK

SMITH (A O) CORP

(SHARES O/S 4,926,000)

	Shares	%
1 SMITH, LLOYD B FAMILY INTERESTS# SMITH INVESTMENT CO (2639084)	2,639,084	53.57
2 BATTERYMARCH FINANCIAL MNGT CORP	58,300	1.18
3 FIRST WISCONSIN CORP	51,018	1.03
4 DREYFUS CORP*	40,000	.81
5 PARKER, JOHN R & FAMILY#	23,959J	.48
6 FMR CORP FMR/FUNDS-COMBINED (14500)	14,500	.29
7 SEARS ROEBUCK & CO ALLSTATE INSUR COS/FDS-COMBINED (10100)	10,100	.20
TOTALS	2,836,961	57.59%

TOP 5 CONTROL 57.09% OF STOCK TOP 15 CONTROL 57.59% OF STOCK
TOP 10 CONTROL 57.59% OF STOCK TOP 20 CONTROL 57.59% OF STOCK

SMITH INTERNATIONAL

(SHARES O/S 22,407,000)

	Shares	%
1 MARSH & MCLENNAN COS INC< PUTNAM MNGT/FUNDS-COMBINED (1178700)	1,178,700	5.26
2 SMITH, HAROLD H FAMILY INTERESTS# SMITH, HAROLD H (185224) NEELY, JERRY W (400334) SMITH (HERMAN C) FAMILY TRUST (540096)	1,125,654J	5.02
3 STEIN ROE & FARNHAM*	879,070	3.92
4 MANUFACTURERS HANOVER CORP< (215070) EDIE (LIONEL D) & CO INC (405470)	620,540	2.76
5 CONTINENTAL INVESTMENT CORP< WADDELL & REED FDS-COMBINED (443100)	443,100	1.97
6 DONALDSON LUFKIN & JENRETTE INC<	401,263	1.79
7 WELLS FARGO & CO	358,800	1.60
8 AETNA LIFE & CASUALTY CO AETNA INSUR COS/FDS-COMBINED (317100)	317,100H	1.41
9 SELIGMAN (J & W) & CO* SELIGMAN/FUNDS-COMBINED (300000)	300,000	1.33
10 NEW YORK STATE COMMON RETIREMENT FUND	270,000H	1.20
11 WACHOVIA CORP	266,037	1.18
12 TRAVELERS CORP< TRAVELERS/KEYSTONE FUNDS-COMBINED (263400)	263,400	1.17
13 MIDLAND BANK GROUP< (ENGLAND) CROCKER NATIONAL CORP (258690)	258,690	1.15
14 AXE (E W) & CO INC* AXE-HOUGHTON FUNDS-COMBINED (246820)	246,820	1.10
15 DUPONT FAMILY INTERESTS WILMINGTON TRUST CO (243086)	243,086	1.08
16 BACHMAN, WILLIAM S#	232,228J	1.03
17 NEW YORK STATE TEACHERS RETIR FUND	230,800	1.03
18 MARYLAND STATE RETIREMENT SYSTEMS	215,800	.96
19 O'CONNELL, JAMES & FAMILY	214,820	.95
20 INSTITUTIONAL CAPITAL CORP	212,100	.94
21 MORGAN (J P) & CO INC< MORGAN GUARANTY TRUST CO OF NY MORGAN GUARANTY FUNDS-COMBINED (200000)	200,000	.89
22 CONTINENTAL ILLINOIS CORP	197,720	.88
23 BANKERS LIFE CO	176,400	.78
24 CHEMICAL NEW YORK CORP	170,051	.75
25 MOORE, STANLEY C#	168,980E	.75
26 CONNECTICUT GENERAL INSURANCE CORP CONN GENL INSUR COS/FDS-COMBINED (165600)	165,600	.73
27 EMERSON, WILLIAM	165,284J	.73
28 OHIO STATE TEACHERS RETIR SYSTEM	154,300	.68
29 ROSENBERG CAPITAL MANAGEMENT	136,600	.60
30 SCUDDER STEVENS & CLARK CO*	130,800	.58
31 NORTHWEST BANCORPORATION< NORTHWESTERN NATL BK MINNEAPOLIS (130300)	130,300	.58
32 WALL PATTERSON MCGREW & RICHARDS INC	129,255	.57
33 NEW YORK CITY COMPTROLLER'S OFFICE	127,000	.56
34 FARMERS GROUP INC< FARMERS GROUP INSUR COS-COMBINED (117500)	117,500	.52
35 HARTFORD STEAM BOILER INSPECT & INSUR CO	115,800	.51
36 ATLANTA CAPITAL MNGT CORP	114,420	.51
37 HARTFORD NATIONAL CORP	113,480	.50
38 FIDELCOR INC	105,326	.47
39 CHARTER CO< FOUNDERS MNGR/FUNDS-COMBINED (102800)	102,800	.45
40 KIRBY FAMILY GROUP-ALLEGHANY CORP< INVESTORS DIVERSIFIED SER INC* IDS FUNDS-COMBINED (100000)	100,000	.44
41 ATLANTIC RICHFIELD CO	100,000	.44
42 BANK OF NEW YORK CO INC	97,180	.43
43 FUNSTEN, STANARD R#	91,992G	.41
44 FIDUCIARY TRUST CO OF NEW YORK FIDUCIARY TRUST/FUNDS-COMBINED (90700)	90,700	.40
45 FLORIDA STATE BOARD OF ADMINISTRATION	90,000	.40
46 U S TRUST CORP	88,200	.39
47 PACIFIC MUTUAL LIFE INSURANCE CO	87,700	.39
48 ROWE PRICE (T) & ASSOCIATES INC*	84,650	.37
49 HONG KONG & SHANGHAI BANKING CORP MARINE MIDLAND BANKS INC (82670)	82,670	.36
50 FORSTMANN-LEFF ASSOCIATES	80,300	.35
51 ADAMS EXPRESS CO	80,000	.35
52 EMPLOYERS MUTAL LIABILITY INSUR CO-WISCONSIN	80,000	.35
53 EQUITABLE LIFE ASSUR SOCIETY OF US	77,000	.34
54 MCCOWAN ASSOCIATES INC	74,800	.33
55 MUTUAL LIFE ASSURANCE CO OF CANADA	72,800H	.32
56 KRESGE FOUNDATION	70,000	.31

SMITH INTERNATIONAL - CONTINUED

Principal Stockholders	Shares	%
57 SAROFIM (FAYEZ) & CO	68,160	.30
58 JOHN HANCOCK MUTUAL LIFE INSUR CO	67,000	.29
JOHN HANCOCK/FUNDS-COMBINED (67000)		
59 GENERAL REINSURANCE CORP	65,000	.29
60 NATIONAL INVESTMENT SER OF AMERICA INC	61,450	.27
61 SECURITY PACIFIC CORP<	60,648	.27
SMITH INTL EMP INVESTMENT PL (38000)		
62 ILLINOIS MUNICIPAL RETIREMENT FUND	60,000	.26
63 SENTRY INSUR-A MUTUAL CO	57,000	.25
64 FIRST NATIONAL BANCORP INC	54,000	.24
65 MACKAY-SHIELDS FINANCIAL CORP	53,200	.23
66 IOWA PUBLIC EMPLOYEES RETIREMENT SYSTEM	53,000	.23
67 THORSON BROWN INC	52,000	.23
68 FLYNNE, ROBERT L	50,892J	.22
69 BIRNIE, ALBERT M	50,000J	.22
70 UNION BANK OF SWITZERLAND	50,000H	.22
INTRAG* (50000)		
71 NIAGARA SHARE CORP	50,000	.22
72 FRENCH NATIONAL GOVERNMENT	50,000	.22
MUTUAL FUNDS-COMBINED (50000)		
73 INDIANA NATIONAL CORP	49,464	.22
74 TEXAS AMERICAN BANCSHARES INC	46,912	.20
75 WRIGHT INVESTORS' SERVICE	46,100	.20
76 INDUSTRIAL NATIONAL CORP	44,920	.20
TOTALS	13,537,362	60.41%

TOP 5 CONTROL 18.95% OF STOCK TOP 15 CONTROL 32.00% OF STOCK
TOP 10 CONTROL 26.30% OF STOCK TOP 20 CONTROL 36.94% OF STOCK

SMITHKLINE

(SHARES O/S 66,393,000)

Principal Stockholders	Shares	%
1 STATE STREET RESEARCH & MANAGEMENT CO*	2,847,500	4.28
2 FIRST PENNSYLVANIA CORP	2,420,430	3.64
3 GIRARD CO	2,381,163	3.58
4 FIDELCOR INC	2,281,653	3.43
5 MARSH & MCLENNAN COS INC<	1,907,170	2.87
PUTNAM MNGT/FUNDS-COMBINED (1236750)		
EBERSTADT ASSET MNGT/FDS-COMBINED (670420)		
6 MORGAN (J P) & CO INC<	1,553,000	2.33
SMITHKLINE SAV & INV PL-6356 PCT (720117)		
7 HERBERT, GAVIN S FAMILY INTERESTS#	1,408,298J	2.12
8 PRUDENTIAL INSURANCE CO OF AM	1,406,200	2.11
PRUDENTIAL INSUR COS/FUNDS-COMB (1406200)		
9 CAPITAL GROUP INC	1,384,800	2.08
CAPITAL GUARDIAN TRUST CO (395800)		
CAPITAL RES & MNGT/FUNDS-COMBINED (989000)		
10 BANKERS TRUST NEW YORK CORP	1,276,175	1.92
11 DUPONT FAMILY INTERESTS	1,270,000	1.91
DU PONT (E.I) DE NEMOURS & CO INC (1270000)		
12 KIRBY FAMILY GROUP-ALLEGHANY CORP<	1,155,880	1.74
ALLEGHANY CORP (605880)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (550000)		
13 JENNISON ASSOCIATES CAPITAL CORP	1,025,250	1.54
14 HARRIS BANKCORP INC	1,025,000	1.54
15 MELLON NATIONAL CORP	972,563	1.46
16 GENERAL ELECTRIC CO	807,600	1.21
GENERAL ELECTRIC PENSION TRUST (807600)		
17 STEWART, JAMES M & ASSOCIATES#	801,845J	1.20
18 EQUITABLE LIFE ASSUR SOCIETY OF US	800,800	1.20
19 MANUFACTURERS HANOVER CORP< (415917)	776,552	1.16
EDIE (LIONEL D) & CO INC (360635)		
20 WISCONSIN INVESTMENT BOARD	710,400	1.06
21 KEMPER FAMILY GROUP	610,400	.91
KEMPER INSUR COS/FDS-COMBINED (610400)		
22 ROWE PRICE (T) & ASSOCIATES INC*	530,950	.79
23 CONNECTICUT GENERAL INSURANCE CORP	519,300	.78
CONN GENL INSUR COS/FDS-COMBINED (519300)		
24 NATIONAL CITY CORP	451,000	.67
25 INA CORP<	440,000	.66
INA INSUR COS/FDS-COMBINED (440000)		
26 AETNA LIFE & CASUALTY CO	433,740H	.65
AETNA INSUR COS/FDS-COMBINED (433740)		
27 FIRST UNION BANCORP	396,635	.59
28 DONALDSON LUFKIN & JENRETTE INC*	384,300	.57

SMITHKLINE - CONTINUED

Principal Stockholders	Shares	%
29 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	362,620	.54
BANK OF CALIFORNIA NA (362620)		
30 MACKAY-SHIELDS FINANCIAL CORP	353,900	.53
31 FMR CORP	338,250	.50
FMR/FUNDS-COMBINED (338250)		
32 BROWN BROS HARRIMAN & CO	336,000	.50
33 TRUST CO OF THE WEST	330,130	.49
T C W ASSET MANAGEMENT CO (330130)		
34 MIDLAND BANK GROUP< (ENGLAND)	329,896	.49
CROCKER NATIONAL CORP (329896)		
35 WELLS FARGO & CO	326,774	.49
36 PROVIDENT NATIONAL CORP<	321,345	.48
37 WESTERN BANCORPORATION<	316,083	.47
38 VALENTINE (MILES) ESTATE	304,100E	.45
39 MARYLAND STATE RETIREMENT SYSTEMS	288,000	.43
40 NEW YORK CITY COMPTROLLER'S OFFICE	284,900	.42
41 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	281,700	.42
42 KRAUTKRAMER, JOSEF & FAMILY (WEST GERMANY)	271,724	.40
43 JOHN HANCOCK MUTUAL LIFE INSUR CO	258,000	.38
JOHN HANCOCK/FUNDS-COMBINED (258000)		
44 NEW ENGLAND MUTUAL LIFE INSUR CO	252,720	.38
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (252720)		
45 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	250,000J	.37
46 HARVARD UNIVERSITY	245,788	.37
47 SEARS ROEBUCK & CO	244,400	.36
ALLSTATE INSUR COS/FDS-COMBINED (244400)		
48 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	240,000	.36
49 BANKAMERICA CORP<	238,785	.35
50 STEIN ROE & FARNHAM*	230,555	.34
51 HARTFORD NATIONAL CORP	225,055	.33
52 HELLER (WALTER E) INTERNATIONAL CORP	221,360	.33
AMERICAN NATL BK & TR CO/CHICAGO (221360)		
53 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	219,500	.33
54 CONTINENTAL ILLINOIS CORP	212,281	.31
55 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	209,500G	.31
56 TIAA-CREF	204,900	.30
COLLEGE RETIREMENT EQUITIES FUND (204900)		
57 BOESKY, IVAN F INTERESTS	200,700J	.30
58 DETROITBANK CORP	188,074	.28
59 NORTHERN TRUST CORP	187,801	.28
60 FIRST INTERNATIONAL BANCSHARES INC	179,789	.27
61 CENTRAL BANCORP INC	164,322	.24
62 FIRST ATLANTA CORP	157,340	.23
63 MERCANTILE BANCORPORATION INC	155,036	.23
64 WERTHEIM & CO INC	153,384	.23
65 THORDIKE DORAN PAINE & LEWIS	150,560	.22
THORNDIKE-WELLINGTON FUNDS-COMB (150560)		
66 LIBERTY NATIONAL BANCORP INC	149,967	.22
67 HONG KONG & SHANGHAI BANKING CORP	147,949	.22
MARINE MIDLAND BANKS INC (147949)		
68 INSTITUTIONAL CAPITAL CORP	145,900	.21
69 FIDUCIARY TRUST CO OF NEW YORK	141,133	.21
FIDUCIARY TRUST/FUNDS-COMBINED (141133)		
70 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	140,590	.21
AM INTERNL INSUR COS-COMBINED (140590)		
71 PHILADELPHIA NATIONAL CORP	136,125	.20
72 UNITED STATES FIDELITY & GUARANTY CO	135,500	.20
U S FID & GUAR INSUR COS-COMBINED (135500)		
73 RAUCH, THOMAS M & ASSOCIATES#	125,600J	.18
TOTALS	42,336,640	63.76%

TOP 5 CONTROL 17.83% OF STOCK TOP 15 CONTROL 36.62% OF STOCK
TOP 10 CONTROL 28.41% OF STOCK TOP 20 CONTROL 42.49% OF STOCK

SONOCO PRODUCTS

(SHARES O/S 5,740,000)

Principal Stockholders	Shares	%
1 COKER FAMILY INTERESTS#	478,019J	8.32
COKER, C W JR (112351)		
COKER, F L H (135060)		
COKER, J L (63915)		
COGGESHALL, P C (11465)		
FORT, JAMES COKER (152228)		
2 MARSH & MCLENNAN COS INC<	183,678	3.19
EBERSTADT ASSET MNGT/FDS-COMBINED (183678)		
3 BRUNDAGE STORY & ROSE	154,322	2.68
4 SCUDDER STEVENS & CLARK CO*	150,040	2.61

SONOCO PRODUCTS - CONTINUED

Principal Stockholders	Shares	%
5 DOMINION BANKSHARES CORP	75,780	1.32
FIRST NATL EXCHANGE BK OF VIR (75780)		
6 LAWTON, E H JR#	59,840J	1.04
7 SHAWMUT CORP	45,132	.78
8 DUNLAP, C K JR#	41,798J	.72
9 N C N B CORP<	36,364	.63
10 MCCALL, PETER L	19,148A	.33
11 CITIZENS & SOUTHERN CORP< (SOUTH CAROLINA)	17,931	.31
12 HARTFORD NATIONAL CORP	15,894	.27
13 WACHOVIA CORP	13,794	.24
TOTALS	1,291,740	22.50%

TOP 5 CONTROL 18.15% OF STOCK TOP 15 CONTROL 22.50% OF STOCK
TOP 10 CONTROL 21.67% OF STOCK TOP 20 CONTROL 22.50% OF STOCK

SOUTHWEST FOREST INDUSTRIES

(SHARES O/S 7,766,000)

Principal Stockholders	Shares	%
1 HEARST FAMILY INTERESTS#	1,609,498J	20.72
HEARST CORP (1357898)		
HEARST, GEORGE A JR (1000)		
MILLER, JOHN R (1000)		
2 RELIANCE GROUP INC<	465,700	5.99
3 GLICKENHAUS & CO	371,300	4.78
4 HUTTON (E F) GROUP INC	264,375J	3.40
HUTTON (E F) & CO, NY (264375)		
5 SCHMEIDLER (A R) & CO INC	163,236	2.10
6 FRANKE, W A#	91,000J	1.17
7 VALLEY NATIONAL BANK OF ARIZONA	78,267	1.00
8 VAUGHAN, CURTIS JR#	71,318J	.91
9 CORBETT, W HORACE#	37,203J	.47
10 BAKER, RAYMOND E#	36,652J	.47
11 SKANDIA GROUP	36,000H	.46
SKANDIA INSUR COS-COMBINED (36000)		
12 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	21,733	.27
BANK OF CALIFORNIA NA (21733)		
13 LOVEJOY, WINSLOW M JR#	20,900J	.26
TOTALS	3,267,082	42.06%

TOP 5 CONTROL 37.00% OF STOCK TOP 15 CONTROL 42.06% OF STOCK
TOP 10 CONTROL 41.05% OF STOCK TOP 20 CONTROL 42.06% OF STOCK

SPERRY CORP

(SHARES O/S: 40,427,000)

Principal Stockholders	Shares	%
1 MORGAN (J P) & CO INC<	1,524,223	3.77
2 BANKAMERICA CORP<	906,856	2.24
3 BROWN BROS HARRIMAN & CO	795,960	1.96
4 CHASE MANHATTAN CORP	785,035	1.94
5 OHIO STATE TEACHERS RETIR SYSTEM	742,500	1.83
6 LAZARD FRERES & CO	698,953	1.72
7 LORD ABBETT & CO*	686,335	1.69
8 CONNECTICUT GENERAL INSURANCE CORP	655,106	1.62
CONN GENL INSUR COS/FDS-COMBINED (655106)		
9 GENERAL ELECTRIC CO	610,225	1.50
GENERAL ELECTRIC PENSION TRUST (610225)		
10 MARSH & MCLENNAN COS INC<	541,800	1.34
PUTNAM MNGT/FUNDS-COMBINED (541800)		
11 BANKERS TRUST NEW YORK CORP	477,987	1.18
12 NEW ENGLAND MUTUAL LIFE INSUR CO	477,208	1.18
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (477208)		
13 MANUFACTURERS HANOVER CORP<	472,218	1.16
EDIE (LIONEL D) & CO INC (472218)		
14 NEW YORK STATE TEACHERS RETIR FUND	466,018	1.15
15 FIRST CHICAGO CORP<	433,434	1.07
16 NEW YORK STATE COMMON RETIREMENT FUND	393,000H	.97
17 TIAA-CREF	368,878	.91
COLLEGE RETIREMENT EQUITIES FUND (368878)		
18 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	368,300	.91
19 CENTURY CAPITAL ASSOCIATES	342,800	.84
20 MARYLAND NATIONAL CORP	318,420	.78
REDWOOD CAPITAL MNGT INC (318420)		
21 CAPITAL GROUP INC	315,000	.77
CAPITAL RES & MNGT/FUNDS-COMBINED (315000)		
22 JOHN HANCOCK MUTUAL LIFE INSUR CO	311,585	.77
JOHN HANCOCK/FUNDS-COMBINED (311585)		

SPERRY - CONTINUED

Principal Stockholders	Shares	%
23 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	307,933J	.76
24 KIRBY FAMILY GROUP-ALLEGHANY CORP<	307,843	.76
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (307843)		
25 CITICORP<	303,604	.75
26 AETNA LIFE & CASUALTY CO	279,088H	.69
AETNA INSUR COS/FDS-COMBINED (279088)		
27 FIRST OKLAHOMA BANCORP INC	276,373	.68
28 WERTHEIM & CO INC	268,262	.66
29 MERCANTILE BANCORPORATION INC	262,902	.65
30 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	250,000	.61
31 PROVIDENT NATIONAL CORP<	249,631	.61
32 FMR CORP	237,551	.58
FIDELITY MNGT & RESEARCH CO* (237551)		
33 CONTINENTAL ILLINOIS CORP	233,879	.57
34 MIDLAND BANK GROUP< (ENGLAND)	231,796	.57
CROCKER NATIONAL CORP (231796)		
35 CBT CORP	218,532	.54
36 PRUDENTIAL INSURANCE CO OF AM	216,052	.53
PRUDENTIAL INSUR COS/FUNDS-COMB (216052)		
37 SEARS ROEBUCK & CO	214,197	.52
ALLSTATE INSUR COS/FDS-COMBINED (214197)		
38 MUTUAL LIFE INSURANCE CO OF NY	213,500	.52
39 TEXAS TEACHERS RETIR SYSTEM	212,500	.52
40 ROULSTON & CO INC	210,635	.52
41 TEXAS PERMANENT SCHOOL FUND	208,500	.51
42 BETHLEHEM STEEL CORP	199,922	.49
BETHLEHEM STEEL CORP PENSION PL (199922)		
43 METROPOLITAN LIFE INSURANCE CO	186,300H	.46
44 DONALDSON LUFKIN & JENRETTE INC<	184,100	.45
45 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	173,436G	.42
46 SUN LIFE ASSURANCE CO OF CANADA	167,600	.41
47 ROCKEFELLER FAMILY INTERESTS	167,100J	.41
ROCKEFELLER FOUNDATION (167100)		
48 WELLS FARGO & CO	164,386	.40
49 SCUDDER STEVENS & CLARK CO*	155,808	.38
50 WESTERN BANCORPORATION<	151,172	.37
51 THORDIKE DORAN PAINE & LEWIS	145,393	.35
THORNDIKE-WELLINGTON FUNDS-COMB (145393)		
52 FIRST INTERNATIONAL BANCSHARES INC	139,969	.34
53 HELLER (WALTER E) INTERNATIONAL CORP	136,623	.33
AMERICAN NATL BK & TR CO/CHICAGO (136623)		
54 LEHMAN BROTHERS KUHN LOEB INC	135,000	.33
LEHMAN MANAGEMENT CO INC* (135000)		
55 STATE MTL LIFE ASSUR CO OF AMERICA	129,242	.31
STATE MTL LIFE INSUR/FDS-COMBINED (129242)		
56 SAFECO CORP<	123,200	.30
SAFECO INSUR COS & FDS-COMBINED (123200)		
57 UNITED SERVICES AUTOMOBILE ASSOC	115,000	.28
USAA INVESTMENT MNGT CO (115000)		
58 U S TRUST CORP	113,829	.28
59 ST PAUL COMPANIES INC<	110,562	.27
ST PAUL INSUR COS/FDS-COMBINED (110562)		
60 DETROITBANK CORP	104,120	.25
61 MARYLAND STATE RETIREMENT SYSTEMS	100,824	.24
62 ROBECO (HOLLAND)	100,000H	.24
63 CITY INVESTING CO<	100,000	.24
HOME INSUR GROUP-COMBINED (100000)		
64 FIRST SECURITY CORP	99,406	.24
65 CHEMICAL NEW YORK CORP	98,855	.24
66 NEUBERGER & BERMAN+	97,501	.24
NEUBERGER & BER MNGT/FDS-COMBINED (97501)		
67 SECURITY PACIFIC CORP<	93,375	.23
68 ILLINOIS MUNICIPAL RETIREMENT FUND	91,764	.22
69 GENERAL ACCID FIRE & LIFE INSUR (ENG)	90,897H	.22
GENERAL ACCID INSUR COS-COMBINED (90897)		
70 BANKERS LIFE CO	88,719	.21
71 TRAVELERS CORP<	82,631	.20
TRAVELERS/KEYSTONE FUNDS-COMBINED (82631)		
72 CONNECTICUT STATE TRUST FUND	78,673J	.19
TOTALS	21,320,026	52.73%

TOP 5 CONTROL 11.76% OF STOCK TOP 15 CONTROL 25.41% OF STOCK
TOP 10 CONTROL 19.65% OF STOCK TOP 20 CONTROL 29.84% OF STOCK

SPRINGS MILLS

(SHARES O/S 8,700,000)

Principal Stockholders	Shares	%
1 SPRINGS-CLOSE FAMILY INTERESTS#	5,108,849J	58.72
CLOSE, ANNE SPRINGS (78262)		
CLOSE, H WILLIAM (10387)		
BOWLES, CRANDALL CLOSE (69339)		
SPRINGS CO (973462)		
CENTRAL CAROLINA BANK (657082)		
SPRINGS (ELLIOTT WHITE) FOUNDATION (6486)		
CLOSE FAMILY TRUSTS (3315831)		
2 SHEARSON LOEB RHOADES INC<	296,565	3.40
BERNSTEIN-MACAULEY INC (296565)		
3 FLORIDA STATE BOARD OF ADMINISTRATION	135,000	1.55
4 BATTERYMARCH FINANCIAL MNGT CORP	132,300	1.52
5 NEUBERGER & BERMAN+	79,700	.91
NEUBERGER & BER MNGT/FDS-COMBINED (79700)		
6 FIRST NATIONAL BOSTON CORP	59,095	.67
7 WELLS FARGO & CO	30,500	.35
8 HELLER (WALTER E) INTERNATIONAL CORP	28,444	.32
AMERICAN NATL BK & TR CO/CHICAGO (28444)		
9 VANAN FINANCIAL MANAGEMENT LTD*	26,000	.29
10 SCOTESE, PETER G#	25,000J	.28
11 ELISHA, WALTER Y#	25,000J	.28
TOTALS	5,946,453	68.35%

TOP 5 CONTROL 66.11% OF STOCK TOP 15 CONTROL 68.35% OF STOCK
TOP 10 CONTROL 68.06% OF STOCK TOP 20 CONTROL 68.35% OF STOCK

SQUARE D

(SHARES O/S 25,529,000)

Principal Stockholders	Shares	%
1 ROWE PRICE (T) & ASSOCIATES INC*	1,464,600	5.73
2 NATIONAL DETROIT CORP	1,407,560	5.51
3 MORGAN (J P) & CO INC<	1,058,000	4.14
4 DELAWARE MANAGEMENT CO INC*	912,600	3.57
5 MELLON NATIONAL CORP	813,429	3.18
6 LORD ABBETT & CO*	665,200	2.60
7 OPPENHEIMER HOLDINGS INC+	478,800	1.87
8 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	439,000	1.71
9 SELIGMAN (J & W) & CO+	390,000	1.52
SELIGMAN/FUNDS-COMBINED (390000)		
10 TEXAS TEACHERS RETIR SYSTEM	340,700	1.33
11 FIRST ATLANTA CORP	332,720	1.30
12 TIAA-CREF	310,300	1.21
COLLEGE RETIREMENT EQUITIES FUND (310300)		
13 MASSACHUSETTS MUTUAL LIFE INSUR CO	300,300	1.17
MASS MUTUAL INSUR CO/FUNDS-COMB (300300)		
14 EQUITABLE LIFE ASSUR SOCIETY OF US	264,400	1.03
15 CAPITAL GROUP INC	260,000	1.01
CAPITAL RES & MNGT/FUNDS-COMBINED (260000)		
16 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	230,000	.90
17 CONTINENTAL ILLINOIS CORP	216,667	.84
18 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	199,172	.78
19 GIRARD CO	195,006	.76
20 FIRST NATIONAL BOSTON CORP	188,615	.73
21 SCUDDER STEVENS & CLARK CO*	182,600	.71
22 PROVIDENT NATIONAL CORP<	173,584	.67
23 UNITED BANKS OF COLORADO INC	172,640	.67
24 NORTHWEST BANCORPORATION<	168,230	.65
NORTHWESTERN NATL BK MINNEAPOLIS (168230)		
25 CHEMICAL NEW YORK CORP	167,815	.65
26 FIRST & MERCHANTS CORP	165,515	.64
27 CONTINENTAL INVESTMENT CORP<	150,000	.58
WADDELL & REED FDS-COMBINED (150000)		
28 MC MORGAN & CO	149,475	.58
29 NEW YORK CITY COMPTROLLER'S OFFICE	148,700	.58
30 WELLS FARGO & CO	147,975	.57
31 FIRST BANK SYSTEM INC	144,560	.56
32 GEORGIA STATE RETIREMENT SYSTEM	136,000	.53
33 MAGIN, J F & FAMILY#	129,945J	.50
34 AMERITRUST CO	126,096	.49
35 INDUSTRIAL NATIONAL CORP	123,886	.48
36 FIRST PENNSYLVANIA CORP	122,445	.47
37 NORTHWESTERN MUTUAL LIFE INSUR CO	120,000	.47
38 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	116,200H	.45
HARTFORD FIRE INSUR COS-COMBINED (116200)		
39 BANKERS TRUST NEW YORK CORP	115,710	.45
40 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	111,000	.43
41 TEXAS STATE EMPLOYEES RETIREMENT SYSTEM	105,800	.41
42 MADISON FUND INC	100,000	.39
43 AMERICAN GENERAL INSURANCE CO<	100,000	.39
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (100000)		
44 HELLER (WALTER E) INTERNATIONAL CORP	94,460	.37
AMERICAN NATL BK & TR CO/CHICAGO (94460)		
45 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	86,271	.33
BANK OF CALIFORNIA NA (86271)		
46 MERCANTILE BANCORPORATION INC	85,423	.33
47 CITYTRUST BANCORP INC	84,734	.33
48 UNITED VIRGINIA BANKSHARES INC	83,863	.32
49 CAPITAL SUPERVISORS INC	81,300	.31
50 LINCOLN NATIONAL CORP<	80,700	.31
LINCOLN NATL INSUR/FDS-COMBINED (80700)		
51 INTER-REGIONAL FINANCIAL CORP	78,200	.30
INVESTMENT ADVISERS INC (78200)		
52 BRUNDAGE STORY & ROSE	73,700	.28
53 NORTHERN TRUST CORP	70,122	.27
54 FIFTH THIRD BANK	67,422	.26
55 CITIZENS FIDELITY CORP	60,672	.23
56 ALABAMA BANCORP	57,115	.22
57 DEERE & CO	54,700	.21
58 BANK OF NEW YORK CO INC	52,064	.20
59 FIDELCOR INC	51,962	.20
TOTALS	14,807,953	58.00%

TOP 5 CONTROL 22.15% OF STOCK TOP 15 CONTROL 36.96% OF STOCK
TOP 10 CONTROL 31.21% OF STOCK TOP 20 CONTROL 41.00% OF STOCK

SQUIBB

(SHARES O/S 45,602,000)

Principal Stockholders	Shares	%
1 STATE STREET RESEARCH & MANAGEMENT CO*	2,372,800	5.20
2 FIRST UNION BANCORP	1,673,236	3.66
3 BANKERS TRUST NEW YORK CORP	1,320,969	2.89
SQUIBB INCENTIVE SAVINGS & STOCK OWNERSHIP PL-1213 PCTS (233434)		
SQUIBB EMP INCEN THRIFT PL-4498 (858942)		
4 MARSH & MCLENNAN COS INC<	1,015,100	2.22
EBERSTADT ASSET MNGT/FDS-COMBINED (1015100)		
5 THORDIKE DORAN PAINE & LEWIS	886,750	1.94
THORNDIKE-WELLINGTON FUNDS-COMB (886750)		
6 NATIONAL CITY CORP	624,000	1.36
7 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	585,600	1.28
8 SALOMON, RICHARD FAMILY & ASSOCIATES#	571,572J	1.25
9 MORGAN (J P) & CO INC<	564,000	1.23
10 DREYFUS CORP*	550,000	1.20
11 NEW YORK STATE COMMON RETIREMENT FUND	544,000H	1.19
12 MASSACHUSETTS FINANCIAL SERVICES INC*	450,000	.98
13 MANUFACTURERS HANOVER CORP<	444,949	.97
EDIE (LIONEL D) & CO INC (444949)		
14 NEW YORK STATE TEACHERS RETIR FUND	422,900	.92
15 WILLIAMS, EUGENE F FAMILY & ASSOCIATES#	392,419J	.86
16 WELLS FARGO & CO	379,959	.83
17 CITICORP<	379,196	.83
18 FIRST PENNSYLVANIA CORP	339,177	.74
19 TEXAS TEACHERS RETIR SYSTEM	331,700	.72
20 CONTINENTAL INVESTMENT CORP<	324,000	.71
WADDELL & REED FDS-COMBINED (324000)		
21 LANVIN FAMILY INTERESTS	310,196A	.68
LANVIN, BERNARD (7326)		
LANVIN SA (302870)		
22 STATE FARM MUTL AUTOMOBILE INSUR CO	291,700H	.63
STATE FARM INSUR COS-COMBINED (291700)		
23 WISCONSIN INVESTMENT BOARD	266,400	.58
24 U S TRUST CORP	261,013	.57
25 BANKERS TRUST NEW YORK CORP	228,593	.50
26 SUSKIN, HOWARD H ESTATE	224,650J	.49
27 MUTUAL LIFE INSURANCE CO OF NY	202,300	.44
28 FORSTMANN-LEFF ASSOCIATES	195,900	.42
29 HONG KONG & SHANGHAI BANKING CORP	183,907	.40
MARINE MIDLAND BANKS INC (183907)		
30 KUENSTER, GORDON E	179,806J	.39
31 NEW ENGLAND MUTUAL LIFE INSUR CO	171,070	.37
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (171070)		
32 STAPLES, JOHNSTON R & FAMILY	154,000J	.33

Principal Stockholders	Shares	%
SQUIBB - CONTINUED		
33 TIAA-CREF	150,000	.32
COLLEGE RETIREMENT EQUITIES FUND (150000)		
34 C M E INVESTMENT COUNSELORS	149,014	.32
35 MERRILL LYNCH & CO INC<	138,472	.30
MERRILL LYNCH ASSET MNGT CO INC* (138472)		
36 BANKERS LIFE CO	136,000	.29
37 INTERNATIONAL INDUSTRIAL INVESTMENT INC	131,112J	.28
38 SUN LIFE ASSURANCE CO OF CANADA	120,700	.26
39 PHIPPS FAMILY INTERESTS	119,175	.26
BESSEMER TRUST CO NA (119175)		
40 NEUBERGER & BERMAN+	117,071	.25
NEUBERGER & BER MNGT/FDS-COMBINED (117071)		
41 OPPENHEIMER HOLDINGS INC+	116,609	.25
42 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	115,496	.25
BANK OF CALIFORNIA NA (115496)		
43 CHEMICAL NEW YORK CORP	114,402	.25
44 FURLAUD, RICHARD M#	107,531J	.23
45 FIRST TENNESSEE NATIONAL CORP	105,276	.23
46 PIONEER INVESTORS CORP	104,888J	.23
47 BANK OF NEW YORK CO INC	102,161	.22
48 EXXON CORP	100,000	.21
49 UNITED STATES FIDELITY & GUARANTY CO	100,000	.21
U S FID & GUAR INSUR COS-COMBINED (100000)		
50 FIRST INVESTORS CORP*	99,900	.21
51 RAINIER BANCORPORATION	97,650	.21
TOTALS	19,067,319	41.81%

TOP 5 CONTROL 15.93% OF STOCK TOP 15 CONTROL 27.23% OF STOCK
TOP 10 CONTROL 22.28% OF STOCK TOP 20 CONTROL 31.07% OF STOCK

STALEY (A E) MANUFACTURING

(SHARES O/S 21,343,000)

Principal Stockholders	Shares	%
1 STALEY, AUGUSTUS E FAMILY & ASSOCIATES#	4,188,288	19.62
STALEY, HENRY M (23406)		
STALEY FAMILY TRUSTS (4164882)		
2 GROUPES BRUXELLES LAMBERT (BELGIUM)	1,459,626	6.83
COMPAGNIE IND & FIN PROD AMYLACE (1459626)		
3 MUELLER, ROBERT E	1,169,898H	5.48
4 MARSH & MCLENNAN COS INC<	553,600	2.59
PUTNAM MNGT/FUNDS-COMBINED (553600)		
5 BANKERS TRUST NEW YORK CORP	452,775	2.12
6 STEIN ROE & FARNHAM*	444,962	2.08
7 FMR CORP	377,925	1.77
FMR/FUNDS-COMBINED (377925)		
8 CAMPBELL ADVISORS INC	376,912	1.76
9 CITIZENS NATIONAL BANK OF DECATUR (ILLINOIS)	352,203	1.65
10 KIRBY FAMILY GROUP-ALLEGHANY CORP<	294,150	1.37
ALLEGHANY CORP (294150)		
11 CONNECTICUT GENERAL INSURANCE CORP	288,450	1.35
CONN GENL INSUR COS/FDS-COMBINED (288450)		
12 CENTURY CAPITAL ASSOCIATES	283,500	1.32
13 NATIONAL SECURITIES & RESEARCH CORP*	269,750	1.26
NSR ASSET MNGT/FUNDS-COMBINED (269750)		
14 DREYFUS CORP*	262,500	1.22
15 GATES RUBBER CO<	257,250	1.20
FINANCIAL PROGRAMS INC* (257250)		
16 GREGG, ROBERT M & FAMILY	179,279X	.83
17 WAGNER, FRANCIS H#	174,244	.81
18 NORTHWEST BANCORPORATION<	140,400	.65
NORTHWESTERN NATL BK MINNEAPOLIS (140400)		
19 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	138,700	.64
20 CHARTER CO<	136,425	.63
FOUNDERS MNGR/FUNDS-COMBINED (136425)		
21 US BANCORP	135,354	.63
22 YOUNG MENS CHRISTIAN ASSOC RETIR FUND	135,090	.63
23 MORGAN (J P) & CO INC<	114,000	.53
24 ILLINOIS STATE TEACHERS RETIR SYSTEM	105,000J	.49
25 AMERICAN BIRTHRIGHT TRUST MANAGEMENT INC	102,657	.48
26 DREXEL BURNHAM LAMBERT GROUP INC	87,750J	.41
27 NATIONAL CENTRAL FINANCIAL CORP	87,075	.40
28 ST PAUL COMPANIES INC<	85,500	.40
ST PAUL INSUR COS/FDS-COMBINED (85500)		
29 FIRST PENNSYLVANIA CORP	82,700	.38
30 WALL PATTERSON MCGREW & RICHARDS INC	79,959	.37
31 NORDLUND, DONALD E#	78,731	.37
STALEY MANUFACTURING - CONTINUED		
32 OPPENHEIMER HOLDINGS INC+	75,000	.35
OPPENHEIMER FUNDS-COMBINED (75000)		
33 NORTHWESTERN MUTUAL LIFE INSUR CO	66,000	.30
34 WESTERN BANCORPORATION<	56,589	.26
35 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	51,000	.23
36 TRAVELERS CORP<	46,825	.21
TRAVELERS/KEYSTONE FUNDS-COMBINED (46825)		
37 PITTSBURGH NATIONAL CORP	46,050	.21
TOTALS	13,237,117	62.02%

TOP 5 CONTROL 36.65% OF STOCK TOP 15 CONTROL 51.68% OF STOCK
TOP 10 CONTROL 45.30% OF STOCK TOP 20 CONTROL 55.29% OF STOCK

STANADYNE

(SHARES O/S 4,794,000)

Principal Stockholders	Shares	%
1 HAUSER, CRANE C-DELANY FAMILY TRUSTS#	1,604,226	33.46
2 LEHMAN BROTHERS KUHN LOEB INC	121,941	2.54
3 AETNA LIFE & CASUALTY CO	98,280H	2.05
AETNA INSUR COS/FDS-COMBINED (98280)		
4 TIAA-CREF	78,000	1.62
COLLEGE RETIREMENT EQUITIES FUND (78000)		
5 BANKERS LIFE CO	66,000	1.37
6 MASSACHUSETTS MUTUAL LIFE INSUR CO	59,500	1.24
MASS MUTUAL INSUR CO/FUNDS-COMB (59500)		
7 CBT CORP	54,382	1.13
8 HARTFORD STEAM BOILER INSPECT & INSUR CO	54,050	1.12
9 LINCOLN FIRST BANKS INC	50,150	1.04
10 HARTFORD NATIONAL CORP	49,815	1.03
11 PERRIN, MICHAEL J & FAMILY#	27,349J	.57
12 NORTHERN TRUST CORP	20,936	.43
13 FIRST CONNECTICUT BANCORP INC	17,884	.37
14 MONGERSON, PAUL A & FAMILY#	14,788J	.30
15 EATON FINANCIAL SERVICES LTD (CANADA)	14,000	.29
EATON FUND MANAGEMENT LTD*		
EATON BAY FUNDS-COMBINED (14000)		
16 QUEST ADVISORY CORP	12,500	.26
TOTALS	2,343,801	48.89%

TOP 5 CONTROL 41.06% OF STOCK TOP 15 CONTROL 48.62% OF STOCK
TOP 10 CONTROL 46.64% OF STOCK TOP 20 CONTROL 48.89% OF STOCK

STANDARD BRANDS

(SHARES O/S 28,236,000)

Principal Stockholders	Shares	%
1 DUPONT FAMILY INTERESTS	1,286,631	4.55
DU PONT (E I) DE NEMOURS & CO INC (1286631)		
2 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1,066,659	3.77
BANK OF CALIFORNIA NA (1066659)		
3 FLEISCHMAN (MAX C) FOUNDATION	1,009,856C	3.57
4 CALIFORNIA, UNIVERSITY OF	851,977	3.01
5 DELAWARE MANAGEMENT CO INC*	637,300	2.25
6 CITICORP<	622,271	2.20
7 AMERITRUST CO	587,094	2.07
8 MANUFACTURERS HANOVER CORP< (193045)	536,645	1.90
EDIE (LIONEL D) & CO INC (343600)		
9 MIDLAND BANK GROUP< (ENGLAND)	412,514	1.46
CROCKER NATIONAL CORP (412514)		
10 OHIO STATE TEACHERS RETIR SYSTEM	405,800	1.43
11 NEW YORK STATE TEACHERS RETIR FUND	332,500	1.17
12 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	319,400H	1.13
HARTFORD FIRE INSUR COS-COMBINED (319400)		
13 BANKERS TRUST NEW YORK CORP	314,621	1.11
14 BETHLEHEM STEEL CORP	259,501	.91
BETHLEHEM STEEL CORP PENSION PL (259501)		
15 MORGAN (J P) & CO INC<	254,000	.89
16 COLUMBIA MANAGEMENT CO*	252,250	.89
17 NEW ENGLAND MERCHANTS CO INC	249,718	.88
18 MANUFACTURERS NATIONAL CORP	229,242	.81
19 NATIONAL DETROIT CORP	220,204	.77
20 FIRST PENNSYLVANIA CORP	214,428	.75
21 UNITED STATES FIDELITY & GUARANTY CO	192,134	.68
U S FID & GUAR INSUR COS-COMBINED (192134)		
22 CBT CORP	189,963	.67
23 UNITED VIRGINIA BANKSHARES INC	188,215	.66
24 FLORIDA STATE BOARD OF ADMINISTRATION	186,338	.65

STANDARD BRANDS - CONTINUED

Principal Stockholders	Shares	%
25 GEICO CORP	184,000	.65
26 JOHN HANCOCK MUTUAL LIFE INSUR CO	176,447	.62
JOHN HANCOCK/FUNDS-COMBINED (176447)		
27 FARMERS GROUP INC<	175,000	.61
FARMERS GROUP INSUR COS-COMBINED (175000)		
28 NORTHWEST BANCORPORATION<	171,724	.60
NORTHWESTERN NATL BK MINNEAPOLIS (171724)		
29 NEW YORK STATE COMMON RETIREMENT FUND	168,200H	.59
30 YOUNG MENS CHRISTIAN ASSOC RETIR FUND	167,100	.59
31 FIRST CITY BANCORP OF TEXAS INC	160,584	.56
32 NATIONAL LIFE INSURANCE CO	159,000	.56
NATL INSUR COS & SENTINEL FDS (159000)		
33 GIRARD CO	152,675	.54
34 BANK OF NEW YORK CO INC	149,734	.53
STANDARD BRANDS ESOP-4800 PCTS (86000)		
35 AETNA LIFE & CASUALTY CO	139,600	.49
AETNA INSUR COS/FDS-COMBINED (139600)		
36 FIRST CHICAGO CORP<	138,439	.49
37 WESTERN BANCORPORATION<	136,529	.48
38 ROBECO (HOLLAND)	130,000H	.46
39 HELLER (WALTER E) INTERNATIONAL CORP	122,145	.43
AMERICAN NATL BK & TR CO/CHICAGO (122145)		
40 ROYAL INSURANCE CO LTD (ENGLAND)	116,000	.41
ROYAL INSURS COS-COMBINED (116000)		
41 INDUSTRIAL NATIONAL CORP	115,014	.40
42 NORTHERN TRUST CORP	114,238	.40
43 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	112,042	.39
44 MERCANTILE BANCORPORATION INC	110,057	.38
45 WELLS FARGO & CO	109,694	.38
46 GULF & WESTERN INDUSTRIES INC<	105,000	.37
47 WRIGHT INVESTORS' SERVICE	87,620	.31
48 HARVARD UNIVERSITY	85,521	.30
49 SCUDDER STEVENS & CLARK CO*	85,000	.30
50 EATON & HOWARD VANCE SANDERS INC	84,400	.29
EATON & HOWARD VANCE/FDS-COMB (84400)		
51 TRUST CO OF GEORGIA	83,743	.29
52 FIRST TENNESSEE NATIONAL CORP	83,195	.29
53 FIFTH THIRD BANK	81,771	.28
54 MERCANTILE BANKSHARES CORP<	77,107	.27
55 CONNECTICUT GENERAL INSURANCE CORP	76,000	.26
CONN GENL INSUR COS/FDS-COMBINED (76000)		
56 STATE MTL LIFE ASSUR CO OF AMERICA	73,200	.25
STATE MTL LIFE INSUR/FDS-COMBINED (73200)		
57 METROPOLITAN LIFE INSURANCE CO	72,900H	.25
58 SEARS ROEBUCK & CO	67,870	.24
ALLSTATE INSUR COS/FDS-COMBINED (67870)		
59 WASHINGTON DEPT OF RETIREMENT SYSTEMS	65,588	.23
60 BATTERYMARCH FINANCIAL MNGT CORP	65,340	.23
61 BULLOCK (CALVIN) LTD*	62,000	.21
62 ALLENDALE GROUP<	60,000	.21
ALLENDALE INSUR COS-COMBINED (60000)		
63 FIRST WISCONSIN CORP	58,824	.20
TOTALS	15,202,572	53.84%

TOP 5 CONTROL 17.18% OF STOCK TOP 15 CONTROL 31.50% OF STOCK
TOP 10 CONTROL 26.26% OF STOCK TOP 20 CONTROL 35.63% OF STOCK

STANDARD OIL CO OF CALIFORNIA

(SHARES O/S: 170,938,000)

Principal Stockholders	Shares	%
1 MIDLAND BANK GROUP< (ENGLAND)	19,024,180	11.12
CROCKER NATIONAL CORP (2294601)		
STANDARD OIL CALIF ST PL-23998 (16729579)		
2 ROCKEFELLER FAMILY INTERESTS	3,606,954J	2.11
DESCENDANTS OF JOHN D JR (3506954)		
ROCKEFELLER BROTHERS FUND (100000)		
3 SAROFIM (FAYEZ) & CO	2,264,968	1.32
4 CHASE MANHATTAN CORP	1,962,374	1.14
5 WELLS FARGO & CO	1,409,254	.82
6 MORGAN (J P) & CO INC<	1,296,000	.75
7 TIAA-CREF	1,121,900	.65
COLLEGE RETIREMENT EQUITIES FUND (1121900)		
8 CITICORP<	1,111,685	.65
9 WESTERN BANCORPORATION<	1,095,460	.64
10 PRUDENTIAL INSURANCE CO OF AM	1,007,400	.58
PRUDENTIAL INSUR COS/FUNDS-COMB (1007400)		
11 BANKAMERICA CORP<	1,001,558	.58

STANDARD OIL OF CALIFORNIA - CONTINUED

Principal Stockholders	Shares	%
12 OHIO STATE TEACHERS RETIR SYSTEM	975,800	.57
13 CHEMICAL NEW YORK CORP	925,110	.54
14 EQUITABLE LIFE ASSUR SOCIETY OF US	892,900	.52
15 BANKERS TRUST NEW YORK CORP	846,988	.49
16 HARRIS BANKCORP INC	830,000	.48
17 CONTINENTAL CORP<	776,446	.45
CONTINENTAL CORP/INSUR COS-COMB (776446)		
18 MANUFACTURERS HANOVER CORP<	771,338	.45
EDIE (LIONEL D) & CO INC (771338)		
19 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	715,000	.41
20 GENERAL ELECTRIC CO	696,100	.40
GENERAL ELECTRIC PENSION TRUST (696100)		
21 MINNESOTA STATE BOARD OF INVESTMENT	392,500G	.22
22 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	293,700	.17
TOTALS	43,017,615	25.16%

TOP 5 CONTROL 16.53% OF STOCK TOP 15 CONTROL 22.54% OF STOCK
TOP 10 CONTROL 19.83% OF STOCK TOP 20 CONTROL 24.76% OF STOCK

STANDARD OIL CO (INDIANA)

(SHARES O/S: 292,535,000)

Principal Stockholders	Shares	%
1 FIRST CHICAGO CORP<	24,074,603	8.22
STANDARD OIL INDIANA SAVINGS PLAN/33115 PCTS (20546234)		
STANDARD OIL INDIANA ESOP-55637 (1490000)		
2 BLAUSTEIN, JACOB FAMILY INTERESTS	10,500,000Y	3.58
3 SAROFIM (FAYEZ) & CO	4,707,027	1.60
4 CHASE MANHATTAN CORP	2,989,490	1.02
5 MUDD, SEELEY FAMILY INTERESTS	2,844,166G	.97
MUDD, SEELEY W 2ND & FAMILY (1145734)		
MUDD, HENRY T & ASSOCIATES (1158568)		
SPRAGUE, NORMAN F & ASSOCIATES (539864)		
6 CITICORP<	2,812,423	.96
7 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	2,708,904	.92
8 HARRIS BANKCORP INC	2,569,000	.87
9 ROCKEFELLER FAMILY INTERESTS	2,260,344	.77
DESCENDANTS OF JOHN D (309304)		
ROCKEFELLER FOUNDATION (1760000)		
ROCKEFELLER UNIVERSITY (191040)		
10 BANKERS TRUST NEW YORK CORP	1,899,671	.64
11 MANUFACTURERS HANOVER CORP< (832937)	1,849,743	.63
EDIE (LIONEL D) & CO INC (1016806)		
12 KIRBY FAMILY GROUP-ALLEGHANY CORP<	1,808,430	.61
ALLEGHANY CORP (1007830)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (800600)		
13 MORGAN (J P) & CO INC<	1,790,000	.61
14 BANCOKLAHOMA CORP/BK OF OKLAHOMA NA	1,769,550	.60
15 WELLS FARGO & CO	1,697,497	.58
16 CHEMICAL NEW YORK CORP	1,656,489	.56
17 NORTHERN TRUST CORP	1,622,717	.55
18 TIAA-CREF	1,600,000	.54
COLLEGE RETIREMENT EQUITIES FUND (1600000)		
19 NATIONAL DETROIT CORP	1,543,714	.52
20 AMERITRUST CO	1,442,569	.49
21 STATE STREET RESEARCH & MANAGEMENT CO*	1,438,550	.49
22 CONTINENTAL ILLINOIS CORP	1,405,304	.48
23 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1,399,934	.47
BANK OF CALIFORNIA NA (1399934)		
24 STEIN ROE & FARNHAM*	1,374,546	.46
25 WESTERN BANCORPORATION<	1,341,166	.45
26 MARSH & MCLENNAN COS INC<	1,279,400	.43
PUTNAM MNGT/FUNDS-COMBINED (1279400)		
27 CONTINENTAL CORP<	1,276,144	.43
CONTINENTAL CORP/INSUR COS-COMB (1276144)		
28 DONALDSON LUFKIN & JENRETTE INC<	1,226,592	.41
29 GENERAL ELECTRIC CO	1,220,400	.41
GENERAL ELECTRIC PENSION TRUST (1220400)		
30 FIDUCIARY TRUST CO OF NEW YORK	1,205,389	.41
FIDUCIARY TRUST/FUNDS-COMBINED (1205389)		
31 BANK OF NEW YORK CO INC	1,172,176	.40
32 UNITED STATES STEEL CORP	1,169,857	.39
US STEEL & CARNEGIE PENSION TR (1169857)		
33 EQUITABLE LIFE ASSUR SOCIETY OF US	1,164,400	.39
34 BANKAMERICA CORP<	1,157,590	.39

STANDARD OIL (INDIANA) - CONTINUED

	Principal Stockholders	Shares	%
35	HELLER (WALTER E) INTERNATIONAL CORP	1,139,355	.38
	AMERICAN NATL BK & TR CO/CHICAGO (1139355)		
36	U S TRUST CORP	1,065,675	.36
37	FIRST BANK SYSTEM INC	1,065,159	.36
38	PROVIDENT NATIONAL CORP<	990,762	.33
39	KEMPER FAMILY GROUP	953,700	.32
	KEMPER INSUR COS/FDS-COMBINED (953700)		
40	DUPONT FAMILY INTERESTS	950,000	.32
	DU PONT (E I) DE NEMOURS & CO INC (950000)		
41	ROSENBERG CAPITAL MANAGEMENT	943,000	.32
42	FIRST UNION BANCORP	930,081	.31
43	MERCANTILE BANCORPORATION INC	921,907	.31
44	INDIANA NATIONAL CORP	883,419	.30
45	NEW ENGLAND MUTUAL LIFE INSUR CO	876,928	.29
	LOOMIS-SAYLES MNGR/FUNDS-COMBINED (876928)		
46	NEW YORK STATE COMMON RETIREMENT FUND	869,400H	.29
47	FIRST NATIONAL BOSTON CORP	783,745	.26
48	NEW YORK STATE TEACHERS RETIR FUND	756,500	.25
49	TEXAS TEACHERS RETIR SYSTEM	748,400	.25
50	TELEDYNE INC	727,400	.24
	TELEDYNE INSUR COS-COMBINED (727400)		
51	MINNESOTA STATE BOARD OF INVESTMENT	714,400G	.24
52	NEW ENGLAND MERCHANTS CO INC	711,933	.24
53	SECURITY PACIFIC CORP<	698,915	.23
54	MIDLAND BANK GROUP< (ENGLAND)	660,411	.22
	CROCKER NATIONAL CORP (660411)		
55	BATTERYMARCH FINANCIAL MNGT CORP	647,000	.22
56	UNION NATIONAL BK OF PITTSBURGH	640,871	.21
57	LINCOLN, DAVID C FAMILY & ASSOCIATES	624,782G	.21
58	NATIONAL CITY CORP	607,000	.20
59	STATE STREET BOSTON CORP	585,307	.20
60	NEW YORK CITY COMPTROLLER'S OFFICE	567,500	19
	TOTALS	113,041,335	38.64%

TOP 5 CONTROL 15.42% OF STOCK TOP 15 CONTROL 22.65% OF STOCK
TOP 10 CONTROL 19.60% OF STOCK TOP 20 CONTROL 25.34% OF STOCK

STANDARD OIL CO (OHIO)

(SHARES O/S: 236,648,000)

	Principal Stockholders	Shares	%
1	BRITISH PETROLEUM CO LTD (ENGLAND)	99,999,999J	42.25
2	NATIONAL CITY CORP	6,566,000	2.77
	STANDARD OIL OHIO EMP INVEST PL (4958000)		
3	CITICORP<	3,322,814	1.40
4	STATE STREET RESEARCH & MANAGEMENT CO*	2,120,000	89
5	GARY, SAMUEL & ASSOCIATES	1,960,392H	82
6	ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1,918,460	.81
	BANK OF CALIFORNIA NA (1918460)		
7	CALIFORNIA, UNIVERSITY OF	1,835,400	.77
8	MORGAN (J P) & CO INC<	1,577,000	66
9	BANKERS TRUST NEW YORK CORP	1,285,832	54
	STANDARD OIL OHIO TRASOP-9000 (730000)		
10	AETNA LIFE & CASUALTY CO	1,193,766H	50
	AETNA INSUR COS/FDS-COMBINED (1193766)		
11	JENNISON ASSOCIATES CAPITAL CORP	1,162,500	49
12	BUCHANAN, D W JR FAMILY INTERESTS#	1,096,300	46
	BUCHANAN, DEWITT JR & FAMILY (642924)		
	BUCHANAN FAMILY FOUNDATION (453376)		
13	GENERAL ELECTRIC CO	1,062,524	44
	GENERAL ELECTRIC PENSION TRUST (1062524)		
14	CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	960,500	40
15	AMERITRUST CO	922,444	.38
16	STEIN ROE & FARNHAM*	870,635	36
17	STATE FARM MUTL AUTOMOBILE INSUR CO	810,000H	.34
	STATE FARM INSUR COS-COMBINED (810000)		
18	NEW YORK STATE TEACHERS RETIR FUND	787,500	33
19	KEMPER FAMILY GROUP	776,100	.32
	KEMPER INSUR COS/FDS-COMBINED (776100)		
20	OHIO STATE TEACHERS RETIR SYSTEM	756,766	.31
21	DONALDSON LUFKIN & JENRETTE INC<	704,160	.29
22	FORD FOUNDATION	674,000	.28
23	MARSH & MCLENNAN COS INC<	671,200	28
	PUTNAM MNGT/FUNDS-COMBINED (671200)		
24	SCUDDER STEVENS & CLARK CO*	667,305	.28
25	CHASE MANHATTAN CORP	592,864	.25
26	TEXAS PERMANENT SCHOOL FUND	577,200	.24
27	MARYLAND STATE RETIREMENT SYSTEMS	576,000	.24

STANDARD OIL (OHIO) - CONTINUED

	Principal Stockholders	Shares	%
28	FIDUCIARY TRUST CO OF NEW YORK	524,824	.22
	FIDUCIARY TRUST/FUNDS-COMBINED (524824)		
29	CONNECTICUT GENERAL INSURANCE CORP	498,944	.21
	CONN GENL INSUR COS/FDS-COMBINED (498944)		
30	MACKAY-SHIELDS FINANCIAL CORP	477,350	.20
31	NEW YORK CITY COMPTROLLER'S OFFICE	455,100	.19
32	NEW JERSEY DIVISION OF INVESTMENTS	420,000J	.17
	TOTALS	137,825,879	58.24%

TOP 5 CONTROL 48.16% OF STOCK TOP 15 CONTROL 53.66% OF STOCK
TOP 10 CONTROL 51.46% OF STOCK TOP 20 CONTROL 55.35% OF STOCK

STANLEY WORKS

(SHARES O/S: 24,206,000)

	Principal Stockholders	Shares	%
1	ROWE PRICE (T) & ASSOCIATES INC*	1,072,200	4.42
2	MANUFACTURERS HANOVER CORP< (135500)	815,784	3.37
	EDIE (LIONEL D) & CO INC (680284)		
3	EQUITABLE LIFE ASSUR SOCIETY OF US	656,100	2.71
4	NEW YORK STATE TEACHERS RETIR FUND	601,600	2.48
5	BETHLEHEM STEEL CORP	598,770	2.47
	BETHLEHEM STEEL CORP PENSION PL (598770)		
6	DONALDSON LUFKIN & JENRETTE INC<	450,100	1.85
7	STEIN ROE & FARNHAM*	407,666	1.68
8	DETROITBANK CORP	347,664	1.43
9	CAPITAL SUPERVISORS INC	337,300	1.39
10	PIONEER GROUP INC	330,600	1.36
	PIONEERING MNGT/FUNDS-COMB		
11	SEARS ROEBUCK & CO	264,800	1.09
	SEARS INVEST MNGT-PEN & SAVING PLS (153000)		
	ALLSTATE INSUR COS/FDS-COMBINED (111800)		
12	WARBURG (E M) PINCUS & CO INC	260,763	1.07
	EMW COUNSELLORS INC (260763)		
13	THORDIKE DORAN PAINE & LEWIS	212,200	.87
	THORNDIKE-WELLINGTON FUNDS-COMB (212200)		
14	CBT CORP	197,438	.81
15	CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	156,700	.64
16	CONTINENTAL ILLINOIS CORP	153,000	.63
17	FIRST CONNECTICUT BANCORP INC	144,204	.59
18	FIRST MARYLAND BANCORP	134,398	.55
19	UNION BANK OF SWITZERLAND	130,000H	.53
	INTRAG# (130000)		
20	CITIZENS FIDELITY CORP	121,600	.50
21	COLE YEAGER & WOOD INC	109,622	.45
22	CAPITAL GROUP INC	100,000	.41
	CAPITAL RES & MNGT/FUNDS-COMBINED (100000)		
23	UNITED SERVICES AUTOMOBILE ASSOC	100,000H	.41
	USAA LIFE INSURANCE CO (100000)		
24	KENTUCKY STATE RETIREMENT SYSTEM	100,000J	.41
25	HARTFORD NATIONAL CORP	97,539	40
26	DAVIS, DONALD W#	95,508J	.39
27	FIRST NATIONAL BOSTON CORP	94,145	.38
28	NEW ENGLAND MUTUAL LIFE INSUR CO	88,404	.36
	LOOMIS-SAYLES MNGR/FUNDS-COMBINED (88404)		
29	CLEAR, ALBERT F FAMILY INTERESTS#	79,976J	.33
30	TEXAS AMERICAN BANCSHARES INC	74,750	.30
31	MORGAN (J P) & CO INC<	70,000	.28
32	OHIO FARMERS/WESTFIELD INSUR COS GROUP	70,000H	.28
33	CONTINENTAL GROUP INC<	66,000	27
	CONTINENTAL FINL SERVICES CO (66000)		
34	BABSON (DAVID L) & CO INC*	65,000	.26
	JONES & BABSON INC		
	BABSON MNGR/FUNDS-COMBINED (65000)		
35	REICH & TANG INC	58,160	.24
36	U S TRUST CORP	54,172	.22
37	GIRARD CO	50,420	20
	TOTALS	8,766,583	36.21%

TOP 5 CONTROL 15.46% OF STOCK TOP 15 CONTROL 27.71% OF STOCK
TOP 10 CONTROL 23.20% OF STOCK TOP 20 CONTROL 30.54% OF STOCK

STAUFFER CHEMICAL

(SHARES O/S: 43,839,000)

Principal Stockholders	Shares	%
1 STATE FARM MUTL AUTOMOBILE INSUR CO	2,036,300H	4.64
STATE FARM INVESTMENT MNGT CORP* (200500)		
STATE FARM INSUR COS-COMBINED (1835800)		
2 PRUDENTIAL INSURANCE CO OF AM	1,468,000	3.34
PRUDENTIAL INSUR COS/FUNDS-COMB (1468000)		
3 IRVING BANK CORP	1,149,048	2.62
STAUFFER CHEMICAL STOCK PURCHASE PLAN-2275 PCTS (857353)		
STAUFFER CHEMICAL ESOP-6502 PCTS (291695)		
4 MANUFACTURERS HANOVER CORP<	1,129,154	2.57
5 MORGAN (J P) & CO INC<	943,000	2.15
6 WELLS FARGO & CO	930,178	2.12
7 TIAA-CREF	920,000	2.09
COLLEGE RETIREMENT EQUITIES FUND (920000)		
8 DEGUIGNE, CHRISTIAN & ASSOCIATES	894,116E	2.03
9 GENERAL ELECTRIC CO	808,700	1.84
GENERAL ELECTRIC PENSION TRUST (808700)		
10 BANK OF NEW YORK CO INC	728,684	1.66
11 MILLER ANDERSON & SHERRERD	665,870	1.51
12 NEW YORK STATE COMMON RETIREMENT FUND	600,000H	1.36
13 BURRIS, JOSEPH J & ASSOCIATES#	549,556J	1.25
14 BABSON (DAVID L) & CO INC*	544,400	1.24
15 CENTURY CAPITAL ASSOCIATES	521,100	1.18
16 BRUNDAGE STORY & ROSE	502,425	1.14
17 LORD ABBETT & CO*	500,000	1.14
18 CONTINENTAL ILLINOIS CORP	499,430	1.13
19 BANKERS TRUST NEW YORK CORP	439,408	1.00
20 ROBECO (HOLLAND)	400,000H	.91
21 FORD FOUNDATION	400,000	.91
22 FMR CORP	400,000	.91
FIDELITY MNGT & RESEARCH CO* (400000)		
23 MIDLAND BANK GROUP< (ENGLAND)	387,364	.88
CROCKER NATIONAL CORP (387364)		
24 FIDUCIARY TRUST CO OF NEW YORK	384,222	.87
FIDUCIARY TRUST/FUNDS-COMBINED (384222)		
25 DREYFUS CORP*	320,000	.72
26 UNITED STATES FIDELITY & GUARANTY CO	317,600	.72
U S FID & GUAR INSUR COS-COMBINED (317600)		
27 NATIONAL DETROIT CORP	315,088	.71
28 AMERITRUST CO	308,220	.70
29 INVESCO CAPITAL MNGT INC	307,200	.70
30 CHEMICAL NEW YORK CORP	301,136	.68
31 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	300,000	.68
32 MATHERS & CO INC* (170900)	270,900	.61
MATHERS FUND (100000)		
33 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	261,895	.59
BANK OF CALIFORNIA NA (261895)		
34 ATLANTIC RICHFIELD CO	252,500	.57
35 BATTERYMARCH FINANCIAL MNGT CORP	244,600	.55
36 SOUTHEAST BANKING CORP	240,064	.54
37 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	240,000G	.54
38 SAFECO CORP<	229,000	.52
SAFECO INSUR COS & FDS-COMBINED (229000)		
39 STANDISH AYER & WOOD INC*	228,500	.52
40 AMERICAN EXPRESS CO<	223,200	.50
AMERICAN EXP INSUR COS-COMBINED (223200)		
41 MASSACHUSETTS MUTUAL LIFE INSUR CO	223,200	.50
MASS MUTUAL INSUR CO/FUNDS-COMB (223200)		
42 WESTERN BANCORPORATION<	216,182	.49
43 DONALDSON LUFKIN & JENRETTE INC<	201,900	.46
44 NATIONWIDE MUTUAL INSUR CO	199,200H	.45
NATIONWIDE INSUR COS/FUNDS-COMB (199200)		
45 NEW ENGLAND MERCHANTS CO INC	189,883	.43
46 MC MORGAN & CO	172,000	.39
47 WACHOVIA CORP	170,346	.38
48 CITICORP<	167,492	.38
49 UNION BANCORP INC	165,100	.37
50 NATIONAL SECURITIES & RESEARCH CORP*	160,000	.36
51 CONTINENTAL CORP<	160,000	.36
CONTINENTAL CORP/INSUR COS-COMB (160000)		
52 STATE MTL LIFE ASSUR CO OF AMERICA	148,800	.33
STATE MTL LIFE INSUR/FDS-COMBINED (148800)		
53 KEMPER FAMILY GROUP	145,500	.33
KEMPER INSUR COS/FDS-COMBINED (145500)		
54 LIBERTY NATIONAL CORP	142,724	.32
LIBERTY NATL BK & TR CO OF OAKL (142724)		
55 GENERAL REINSURANCE CORP	135,200	.30
56 HELLER (WALTER E) INTERNATIONAL CORP	133,912	.30
AMERICAN NATL BK & TR CO/CHICAGO (133912)		
57 AMERICAN GENERAL INSURANCE CO<	125,000	.28
AMERICAN GENL INSUR CO-COMBINED (125000)		
58 SECURITY PACIFIC CORP<	122,849	.28
59 FIRST BANK SYSTEM INC	112,196	.25
60 GATES RUBBER CO<	111,600	.25
FINANCIAL PROGRAMS INC* (111600)		
61 BOND, RICHARD P#	109,856J	.25
62 BULLOCK (CALVIN) LTD*	104,600	.23
63 HONG KONG & SHANGHAI BANKING CORP	102,449	.23
MARINE MIDLAND BANKS INC (102449)		
64 COLUMBIA UNIVERSITY	102,332	.23
65 ARIZONA STATE RETIREMENT SYSTEM	100,000J	.22
66 WORCESTER BANCORP INC	98,100	.22
67 CAPITAL CONSULTANTS INC	93,162	.21
68 BANKAMERICA CORP<	92,720	.21
69 GENERAL ACCID FIRE & LIFE INSUR (ENG)	91,400H	.20
GENERAL ACCID INSUR COS-COMBINED (91400)		
70 MORLEY, H BARCLAY#	90,036J	.20
71 DETROITBANK CORP	89,082	.20
TOTALS	26,437,679	60.30%

STAUFFER CHEMICAL - CONTINUED

TOP 5 CONTROL 15.34% OF STOCK TOP 15 CONTROL 31.67% OF STOCK
TOP 10 CONTROL 25.10% OF STOCK TOP 20 CONTROL 37.02% OF STOCK

STERLING DRUG

(SHARES O/S: 60,244,000)

Principal Stockholders	Shares	%
1 PRUDENTIAL INSURANCE CO OF AM	3,356,500	5.57
PRUDENTIAL INSUR COS/FUNDS-COMB (3356500)		
2 MARSH & MCLENNAN COS INC<	3,048,400	5.06
PUTNAM MNGT/FUNDS-COMBINED (454500)		
EBERSTADT ASSET MNGT/FDS-COMBINED (2593900)		
3 MORGAN (J P) & CO INC<	2,622,000	4.35
4 STATE FARM MUTL AUTOMOBILE INSUR CO	1,503,300H	2.49
STATE FARM INSUR COS-COMBINED (1503300)		
5 FMR CORP	1,387,900	2.30
FIDELITY MNGT & RESEARCH CO* (1129800)		
FMR/FUNDS-COMBINED (258100)		
6 NATIONAL CITY CORP	1,327,000	2.20
7 BANKERS TRUST NEW YORK CORP	1,035,597	1.71
STERLING DRUG EMP SAVINGS & STOCK OWNERSHIP PLAN (878337)		
8 STEIN ROE & FARNHAM*	966,255	1.60
9 MACKAY-SHIELDS FINANCIAL CORP	935,350	1.55
10 CONNECTICUT GENERAL INSURANCE CORP	579,100	.96
CONN GENL INSUR COS/FDS-COMBINED (579100)		
11 PIONEER GROUP INC	531,600	.88
PIONEERING MNGT/FUNDS-COMB		
12 CITICORP<	508,103	.84
13 UNITED STATES STEEL CORP	503,500	.83
US STEEL & CARNEGIE PENSION TR (503500)		
14 NEW YORK STATE COMMON RETIREMENT FUND	470,000H	.78
15 VAUGHAN NELSON & HARGROVE INC	464,245	.77
16 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	454,750	.75
17 TEXAS TEACHERS RETIR SYSTEM	405,850	.67
18 C M B INVESTMENT COUNSELORS	383,650	.63
19 PITTSBURGH NATIONAL CORP	374,704	.62
20 OPPENHEIMER HOLDINGS INC+	367,689	.61
21 IRVING BANK CORP	361,446	.59
22 ALABAMA BANCORP	357,984	.59
23 FIRST BANK SYSTEM INC	347,060	.57
24 FIRST UNION BANCORP	331,162	.54
25 JOHN HANCOCK MUTUAL LIFE INSUR CO	327,300	.54
JOHN HANCOCK/FUNDS-COMBINED (327300)		
26 WERTHEIM & CO INC	318,100	.52
27 STRALEM & CO INC	303,900	.50
28 MARYLAND STATE RETIREMENT SYSTEMS	300,000	.49
29 AMERITRUST CO	281,880	.46
30 WELLS FARGO & CO	262,749	.43
31 FIDUCIARY TRUST CO OF NEW YORK	256,909	.42
FIDUCIARY TRUST/FUNDS-COMBINED (256909)		
32 WARBURG (E M) PINCUS & CO INC	256,866	.42
EMW COUNSELLORS INC (256866)		
33 NATIONWIDE MUTUAL INSUR CO	250,100	.41
NATIONWIDE INSUR COS/FUNDS-COMB (250100)		

STERLING DRUG - CONTINUED

Principal Stockholders	Shares	%
34 WESBANCO INC	228,800	.37
35 NEW YORK CITY COMPTROLLER'S OFFICE	226,400	.37
36 HELLER (WALTER E) INTERNATIONAL CORP	218,657	.36
AMERICAN NATL BK & TR CO/CHICAGO (218657)		
37 TRANSAMERICA CORP<	209,000	.34
TRANSAMERICA INSUR COS/FDS-COMB (209000)		
38 NATIONAL SECURITIES & RESEARCH CORP*	207,800	.34
NSR ASSET MNGT/FUNDS-COMBINED (207800)		
39 CHEMICAL NEW YORK CORP	202,456	.33
40 HERITAGE WISCONSIN CORP	195,807	.32
41 FIRST INTERNATIONAL BANCSHARES INC	192,263	.31
42 FARMERS GROUP INC<	191,900	.31
FARMERS GROUP INSUR COS-COMBINED (191900)		
43 FIRST CHICAGO CORP<	184,509	.30
44 GATES RUBBER CO<	170,500	.28
FINANCIAL PROGRAMS INC* (170500)		
45 HARTFORD NATIONAL CORP	168,897	.28
46 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	165,000G	.27
47 TEXAS AMERICAN BANCSHARES INC	161,571	.26
48 ROBECO (HOLLAND)	160,000H	.26
49 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	158,319	.26
BANK OF CALIFORNIA NA (158319)		
50 MIDLAND BANK GROUP< (ENGLAND)	156,096	.25
CROCKER NATIONAL CORP (156096)		
51 ILLINOIS MUNICIPAL RETIREMENT FUND	150,000	.24
52 NORTHERN TRUST CORP	147,039	.24
53 PROVIDENT NATIONAL CORP<	146,273	.24
54 NEUBERGER & BERMAN*	127,000	.21
NEUBERGER & BER MNGT/FDS-COMBINED (127000)		
55 TEXAS STATE EMPLOYEES RETIREMENT SYSTEM	124,900	.20
56 BATTERYMARCH FINANCIAL MNGT CORP	123,100	.20
57 SBHU HOLDINGS INC	120,950	.20
58 ARIZONA STATE RETIREMENT SYSTEM	115,000J	.19
TOTALS	29,434,186	48.85%

TOP 5 CONTROL 19.78% OF STOCK TOP 15 CONTROL 31.93% OF STOCK
TOP 10 CONTROL 27.82% OF STOCK TOP 20 CONTROL 35.23% OF STOCK

STEVENS (J P) & CO

(SHARES O/S: 14,196,000)

Principal Stockholders	Shares	%
1 GULF & WESTERN INDUSTRIES INC<	1,028,800	7.24
2 BANKERS TRUST NEW YORK CORP	1,006,007	7.08
STEVENS (J P) SALARIED EMPS SAV INVEST & PROF SHAR PL-2603 PCTS (1006007)		
3 BATTERYMARCH FINANCIAL MNGT CORP	707,260	4.98
4 CITICORP<	628,394	4.42
5 REICH & TANG INC	388,500	2.73
6 UNITED BANKS OF COLORADO INC	279,510	1.96
7 MORGAN (J P) & CO INC<	170,043	1.19
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (170043)		
8 KARAGHEUSIAN (HOWARD) COMMEMORATIVE CORP	157,128X	1.10
9 PENN SQUARE MANAGEMENT CORP*	111,000	.78
PENN SQUARE MUTUAL FUND (111000)		
10 WELLS FARGO & CO	110,494	.77
11 VANAN FINANCIAL MANAGEMENT LTD*	78,750	.55
12 MERRILL LYNCH & CO INC<	75,000	.52
MERRILL LYNCH ASSET MNGT CO INC* (75000)		
13 CONTROL DATA CORP	60,379H	.42
COMMERCIAL CREDIT/INS COS-COMBINED (60379)		
14 FIRST PENNSYLVANIA CORP	58,400	.41
15 STEVENS, WHITNEY	57,773	.40
16 FMR CORP	56,000	.39
FIDELITY MNGT & RESEARCH CO* (56000)		
17 HELLER (WALTER E) INTERNATIONAL CORP	46,418	.32
AMERICAN NATL BK & TR CO/CHICAGO (46418)		
18 FINLEY, JAMES D	42,183	.29
19 AETNA LIFE & CASUALTY CO	40,245H	.28
AETNA INSUR COS/FDS-COMBINED (40245)		
20 CHEMICAL NEW YORK CORP	34,067	.23
21 CHASE MANHATTAN CORP	31,234	.22
22 SOUTH CAROLINA NATL CORP	31,144	.21
23 NEVILLE RODIE & SHAW INC	29,650	.20
TOTALS	5,228,379	36.82%

STEVENS (J P) - CONTINUED

TOP 5 CONTROL 26.47% OF STOCK TOP 15 CONTROL 34.63% OF STOCK
TOP 10 CONTROL 32.31% OF STOCK TOP 20 CONTROL 36.18% OF STOCK

STOKELY-VAN CAMP

(SHARES O/S: 3,299,000)

Principal Stockholders	Shares	%
1 STOKELY FAMILY INTERESTS#	463,467	14.04
STOKELY, WILLIAM B & FAMILY (292997)		
STOKELY, ALFRED J & FAMILY (61753)		
EBERTS, K MARVIN JR (17670)		
STOKELY (WILLIAM B JR) FOUNDATION (91047)		
2 CENTRAL NATIONAL CORP	258,784	7.84
3 JODREY FAMILY INTERESTS (CANADA)	191,300	5.79
SCOTIA INVESTMENT LIMITED (191300)		
4 SMOOT KNOCHE & CO*	120,000	3.63
5 UTAH STATE RETIREMENT FUND	75,000	2.27
6 MERCHANTS NATIONAL CORP	71,167	2.15
7 BATTERYMARCH FINANCIAL MNGT CORP	65,200	1.97
8 FIRST CHICAGO CORP<	25,400	.76
9 RICE, ROBERT L#	15,355	.46
10 DELEHANTY, LEONARD J#	15,329	.46
11 MERRILL LYNCH & CO INC<	15,000	.45
MERRILL LYNCH ASSET MNGT CO INC* (15000)		
12 HILL SAMUEL GROUP LTD<	11,400	.34
HILL SAMUEL UNIT TRUST MANAGER LTD (11400)		
13 HELLER (WALTER E) INTERNATIONAL CORP	11,300	.34
AMERICAN NATL BK & TR CO/CHICAGO (11300)		
14 WELLS FARGO & CO	11,200	.33
TOTALS	1,349,902	40.91%

TOP 5 CONTROL 33.60% OF STOCK TOP 15 CONTROL 40.91% OF STOCK
TOP 10 CONTROL 39.43% OF STOCK TOP 20 CONTROL 40.91% OF STOCK

STORAGE TECHNOLOGY

(SHARES O/S: 27,300,000)

Principal Stockholders	Shares	%
1 AWEIDA FAMILY INTERESTS#	1,009,431J	3.69
AWEIDA, JESSE I (932760)		
AWEIDA, NAIM S (76671)		
2 PRUDENTIAL INSURANCE CO OF AM	851,600	3.11
PRUDENTIAL INSUR COS/FUNDS-COMB (851600)		
3 WHITNEY (J H) & CO	739,788	2.70
4 EAGLE MANAGEMENT & TRUST CO	310,300	1.13
5 CHASE MANHATTAN CORP	262,483	.96
6 STATE FARM MUTL AUTOMOBILE INSUR CO	215,000H	.78
STATE FARM INSUR COS-COMBINED (215000)		
7 CITICORP<	186,104	.68
8 DEAN WITTER REYNOLDS ORGANIZATION INC	171,300	.62
9 COLUMBIA MANAGEMENT CO*	164,100	.60
10 CAPITAL CONSULTANTS INC	160,200	.58
11 NEW ENGLAND MUTUAL LIFE INSUR CO	156,850	.57
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (156850)		
12 EQUITABLE LIFE ASSUR SOCIETY OF US	142,200	.52
13 SEAFIRST CORP	140,800	.51
14 SBHU HOLDINGS INC	137,700	.50
15 MANUFACTURERS LIFE INSUR CO (CANADA)	120,000	.43
16 STANFORD UNIVERSITY	113,032G	.41
17 FIRST CENTURY PARTNERSHIP	111,752	.40
18 UTAH STATE RETIREMENT FUND	107,000	.39
19 ARTHUR, WILLIAM & HELEN	105,796J	.38
20 ROTHSCHILD (L F) UNTERBERG TOWBIN	105,000	.38
21 NEUBERGER & BERMAN*	97,000	.35
NEUBERGER & BER MNGT/FDS-COMBINED (97000)		
22 WESTERN BANCORPORATION<	90,200	.33
23 SECURITY BENEFIT LIFE INSURANCE CO	80,000	.29
SECURITY MANAGEMENT CO INC* (80000)		
24 DONALDSON LUFKIN & JENRETTE INC<	76,200	.27
25 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	71,890	.26
BANK OF CALIFORNIA NA (71890)		
26 STEADMAN, RICHARD C#	70,800J	.25
27 WERTHEIM & CO INC	70,132	.25
28 SCUDDER STEVENS & CLARK CO*	67,706	.24
29 FONDITALIA MANAGEMENT CO (LUXEMBURG)	60,000	.21
30 NATIONAL HEALTH & WELFARE MTL LIFE INSUR ASSO	60,000	.21
31 RODRIQUEZ, JUAN A#	58,702J	.21

STORAGE TECHNOLOGY - CONTINUED

Principal Stockholders	Shares	%
32 HENDERSON UN TRUST MANAGEMENT	56,000G	.20
TOTALS	6,169,066	22.59%

TOP 5 CONTROL 11.62% OF STOCK TOP 15 CONTROL 17.46% OF STOCK
TOP 10 CONTROL 14.90% OF STOCK TOP 20 CONTROL 19.45% OF STOCK

SUN CHEMICAL

(SHARES O/S 4,492,000)

Principal Stockholders	Shares	%
1 ALEXANDER, NORMAN E#	1,481,643J	32.98
2 NEUBERGER & BERMAN+	212,103	4.72
NEUBERGER & BER MNGT/FDS-COMBINED (212103)		
3 TEMPLETON (JOHN M) FAMILY INTERESTS	174,233	3.87
TEMPLETON INVEST CNSL LTD* (CAN) (174233)		
4 SWISS REINSURANCE CO (SWITZERLAND)	157,200	3.49
5 BARR, EDWARD E#	105,624J	2.35
6 KRINSKY, STUART Z#	73,772J	1.64
7 NEW ENGLAND MUTUAL LIFE INSUR CO	71,166	1.58
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (71166)		
8 TIAA-CREF	52,500	1.16
TEACHERS INSURANCE & ANNUITY ASSN (52500)		
9 DE RANCE INC	37,333	.83
10 FRENCH NATIONAL GOVERNMENT	34,133	.75
MUTUAL FUNDS-COMBINED (34133)		
11 FIRST WISCONSIN CORP	27,700	.61
12 MACHAVER, WILLIAM V#	23,236E	.51
13 SUN CHEMICAL CORP RETIREMENT PLAN	21,466	.47
14 CHARTER CO<	20,500	.45
FOUNDERS MNGR/FUNDS-COMBINED (20500)		
15 BEA ASSOCIATES INC	17,331	.38
16 MARSHALL & ILSLEY CORP	15,600	.34
17 FRANKEL, RAYMOND#	14,400J	.32
18 WEINTRAUB, JAMES J#	12,200J	.27
19 CBT CORP	10,666	.23
20 EMPAIN-SCHNEIDER GROUP (FRANCE)	10,000	.22
BANQUE DE L'UNION EUROPEENE		
EURO CROISSANCE (10000)		
21 WHITTEMORE, HAROLD C#	10,000J	.22
22 MACQUAKER, GORDON R#	9,333J	.20
TOTALS	2,592,139	57.70%

TOP 5 CONTROL 47.43% OF STOCK TOP 15 CONTROL 55.87% OF STOCK
TOP 10 CONTROL 53.42% OF STOCK TOP 20 CONTROL 57.27% OF STOCK

SUN CO

(SHARES O/S 118,102,000)

Principal Stockholders	Shares	%
1 PEW FAMILY INTERESTS#	35,506,726J	30.06
PEW, WALTER C FAMILY & ASSOCIATES (3338522)		
PEW, R ANDERSON FAMILY & ASSOC (257196)		
PEW MEMORIAL TRUST (17246592)		
GLENMEDE TRUST CO (14664416)		
2 THOMPSON, B RAY FAMILY & AFFILIATES#	8,895,670J	7.53
3 PHILADELPHIA NATIONAL CORP	5,047,058	4.27
SUN ST PUR & SAV PL 12691 PCTS (2860135)		
SUN ESOP-13235 PCTS (208496)		
4 CHASE MANHATTAN CORP	1,919,962	1.62
5 BANKERS TRUST NEW YORK CORP	1,233,059	1.04
6 GIRARD CO	915,445	.77
7 TELEDYNE INC	861,591	.72
TELEDYNE INSUR COS-COMBINED (861591)		
8 REPUBLIC OF TEXAS CORP<	617,950	.52
9 THORDIKE DORAN PAINE & LEWIS	616,770	.52
THORNDIKE-WELLINGTON FUNDS-COMB (616770)		
10 WELLS FARGO & CO	559,533	.47
11 HELLER (WALTER E) INTERNATIONAL CORP	397,852	.33
AMERICAN NATL BK & TR CO/CHICAGO (397852)		
12 FIRST PENNSYLVANIA CORP	376,594	.31
13 MILLER ANDERSON & SHERRERD	353,740	.29
14 SWISS REINSURANCE CO (SWITZERLAND)	260,400	.22
15 BATTERYMARCH FINANCIAL MNGT CORP	249,036	.21
16 CITICORP<	248,778	.21
17 FMR CORP	240,500	.20
FIDELITY MNGT & RESEARCH CO* (240500)		

SUN CO - CONTINUED

Principal Stockholders	Shares	%
18 PROVIDENT NATIONAL CORP<	239,704	.20
TOTALS	58,540,368	49.56%

TOP 5 CONTROL 44.53% OF STOCK TOP 15 CONTROL 48.95% OF STOCK
TOP 10 CONTROL 47.56% OF STOCK TOP 20 CONTROL 49.56% OF STOCK

SUNBEAM

(SHARES O/S 14,877,000)

Principal Stockholders	Shares	%
1 ZINK, JOHN S & FAMILY#	1,020,353J	6.85
2 TEXAS TEACHERS RETIR SYSTEM	743,700	4.99
3 MATHERS & CO INC* (356000)	571,000	3.83
MATHERS FUND (215000)		
4 MANUFACTURERS HANOVER CORP<	551,682	3.70
5 FMR CORP	351,800	2.36
FIDELITY MNGT & RESEARCH CO* (351800)		
6 NEW YORK LIFE INSURANCE CO	303,100	2.03
7 CENTRAN CORP	300,481	2.01
8 GREEN (DAVID J) & CO	296,000	1.98
9 MINNESOTA STATE BOARD OF INVESTMENT	287,549G	1.93
10 EDWARDS, HARRISON F ESTATE & AFFILIATES	232,502D	1.56
11 STATE NATIONAL CORP	199,777	1.34
12 SAVINGS BANKS TRUST CO	194,150	1.30
13 WELLS FARGO & CO	166,539	1.11
14 BEA ASSOCIATES INC	138,000	.92
15 FIRST WISCONSIN CORP	119,448	.80
16 AMERICAN GENERAL INSURANCE CO<	106,000	.71
AMERICAN GENL INSUR CO-COMBINED (106000)		
17 AMERICAN NATIONAL FINANCIAL CORP<	98,168H	.65
AMER NATL INSUR COS/FDS-COMBINED (98168)		
18 FIRST NATIONAL BK OF ALLENTOWN	94,400	.63
19 HELLER (WALTER E) INTERNATIONAL CORP	79,213	.53
AMERICAN NATL BK & TR CO/CHICAGO (79213)		
20 GWINN FAMILY INTERESTS#	78,771J	.52
GWINN, ROBERT P (51604)		
GWINN, HERBERT C (27167)		
21 NORTHERN TRUST CORP	75,522	.50
22 WASHINGTON NATIONAL CORP<	72,200H	.48
WASHINGTON NATIONAL INSUR CO (72200)		
23 MERCHANTS NATIONAL CORP	64,050	.43
24 LANDMARK BANKING CORP OF FLORIDA	61,766	.41
25 TEXAS PERMANENT SCHOOL FUND	55,685	.37
26 NEW YORK CITY COMPTROLLER'S OFFICE	55,001	.36
27 LUTHERAN BROTHERHOOD	50,700H	.34
28 ALLENDALE GROUP<	50,000	.33
ALLENDALE INSUR COS-COMBINED (50000)		
29 LEFFEL, CHARLES P	46,000J	.30
30 US BANCORP	45,235	.30
31 LINCOLN NATIONAL CORP<	41,115	.27
LINCOLN NATL INSUR/FDS-COMBINED (41115)		
32 MONARCH CAPITAL CORP	40,000	.26
MONARCH INSUR COS/FUNDS-COMBINED (40000)		
33 VALLEY NATIONAL BANK OF ARIZONA	38,318	.25
34 FIRST & MERCHANTS CORP	34,875	.23
35 TRUST CO OF GEORGIA	33,965	.22
36 DAHM, J J#	31,888	.21
37 LLOYDS BANK LTD (ENGLAND)	31,100	.20
LLOYDS BANK CALIFORNIA (31100)		
38 ADIG ALLGIEMEINE DEUTSCHE INVESTMENT-GMBH	30,000J	.20
ADIG FUNDS-COMBINED (30000)		
39 FIRST PENNSYLVANIA CORP	30,000	.20
TOTALS	6,820,153	45.84%

TOP 5 CONTROL 21.76% OF STOCK TOP 15 CONTROL 36.80% OF STOCK
TOP 10 CONTROL 31.31% OF STOCK TOP 20 CONTROL 39.87% OF STOCK

SUNDSTRAND

(SHARES O/S 17,568,000)

Principal Stockholders	Shares	%
1 STATE STREET RESEARCH & MANAGEMENT CO*	1,318,800	7.50
2 MARSH & MCLENNAN COS INC<	579,950	3.30
PUTNAM MNGT/FUNDS-COMBINED (579950)		
3 MACKAY-SHIELDS FINANCIAL CORP	479,350	2.72
4 ROSENBERG CAPITAL MANAGEMENT	470,150	2.67
5 WERTHEIM & CO INC	414,547	2.35
6 MASSACHUSETTS FINANCIAL SERVICES INC*	400,000	2.27

Principal Stockholders	Shares	%
SUNDSTRAND - CONTINUED		
7 MORGAN (J P) & CO INC<	317,000	1.80
8 BARING BROTHERS INC (ENGLAND)	273,400	1.55
ENDOWMENT MANAGEMENT & RES CO* (273400)		
9 NEW ENGLAND MUTUAL LIFE INSUR CO	270,140	1.53
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (270140)		
10 MARYLAND STATE RETIREMENT SYSTEMS	270,000	1.53
11 OLSON, BRUCE F-DECEASED	268,984Y	1.53
12 CONTINENTAL ILLINOIS CORP	215,077	1.22
13 TEXAS PERMANENT SCHOOL FUND	165,000	.93
14 BJURMAN (GEORGE D) & ASSOCIATES	164,900	.93
15 NEW YORK CITY COMPTROLLER'S OFFICE	163,300	.92
16 MANUFACTURERS NATIONAL CORP	161,490	.91
17 WEISS PECK & GREER*	157,900	.89
18 BRISTOL, JOHN W INTERESTS	152,510	.86
BRISTOL (JOHN W) & CO INC (152510)		
19 NEW YORK STATE COMMON RETIREMENT FUND	152,000H	.86
20 OPPENHEIMER HOLDINGS INC+ (101928)	151,928	.86
OPPENHEIMER FUNDS-COMBINED (50000)		
21 FIRST INTERNATIONAL BANCSHARES INC	150,650	.85
22 UNITED STATES STEEL CORP	150,000	.85
US STEEL & CARNEGIE PENSION TR (150000)		
23 PRINCETON UNIVERSITY	142,914F	.81
24 SEARS ROEBUCK & CO	130,000	.73
SEARS INVEST MNGT-PEN & SAVING PLS (130000)		
25 FMR CORP	126,000	.71
FMR/FUNDS-COMBINED (126000)		
26 TRUST CO OF GEORGIA	125,800	.71
27 SELIGMAN (J & W) & CO+	125,000	.71
SELIGMAN/FUNDS-COMBINED (125000)		
28 SCUDDER STEVENS & CLARK CO*	124,900	.71
29 MANUFACTURERS LIFE INSUR CO (CANADA)	122,600	.69
30 GATES RUBBER CO<	116,000	.66
FINANCIAL PROGRAMS INC* (116000)		
31 NEW ENGLAND MERCHANTS CO INC	115,880	.65
32 EXTENDICARE LTD (CANADA)	107,900H	.61
CROWN LIFE INSURANCE CO (107900)		
33 ILLINOIS STATE BOARD OF INVESTMENT	100,000J	.56
34 BANKERS TRUST NEW YORK CORP	91,900	.52
35 CHEMICAL NEW YORK CORP	88,352	.50
36 UNITED VIRGINIA BANKSHARES INC	87,864	.50
37 STATE STREET BOSTON CORP	87,350	.49
38 SEAFIRST CORP	81,300	.46
39 COMMERCIAL UNION ASSUR CO LTD (ENG)	80,000	.45
COMMERCIAL UNION INVEST MNGT* (80000)		
40 SHEARSON LOEB RHOADES INC<	79,426	.45
BOSTON CO INC (79426)		
41 OMAHA NATIONAL CORP	74,050	.42
42 INA CORP<	73,000	.41
INA INSUR COS/FDS-COMBINED (73000)		
43 US BANCORP	72,400	.41
44 AXE (E W) & CO INC*	71,300	.40
AXE-HOUGHTON FUNDS-COMBINED (71300)		
45 METROPOLITAN LIFE INSURANCE CO	68,800H	.39
46 MINNESOTA MUTUAL LIFE INSUR CO	68,300	.38
47 ERIKSON, EVANS W#	63,300	.36
48 FIDELCOR INC	62,775	.35
49 TRW INC	60,000	.34
TRW INVESTMENT MANAGEMENT (60000)		
50 MIDLAND BANK GROUP< (ENGLAND)	60,000	.34
CROCKER NATIONAL CORP (60000)		
51 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	60,000G	.34
52 MINISTERS & MISSIONARIES BENEFIT BOARD	60,000H	.34
53 SENTRY INSUR-A MUTUAL CO	53,000	.30
54 WESTERN BANCORPORATION<	52,236	.29
55 FIRST CHICAGO CORP<	50,790	.28
56 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	50,000	.28
57 FIRST TENNESSEE NATIONAL CORP	49,884	.28
58 TEXAS AMERICAN BANCSHARES INC	47,987	.27
59 STEIN ROE & FARNHAM*	45,803	.26
60 SECURITY PACIFIC CORP<	45,526	.25
61 O'HARE, DON R#	45,165	.25
62 PROVIDENT INVESTMENT COUNSEL	42,410	.24
63 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	41,444	.23
BANK OF CALIFORNIA NA (41444)		
64 RAINIER BANCORPORATION	40,795	.23
65 WASHINGTON DEPT OF RETIREMENT SYSTEMS	40,000	.22
66 FIRST MARYLAND BANCORP	39,267	.22
67 CITIZENS FIDELITY CORP	38,620	.21
SUNDSTRAND - CONTINUED		
68 FIRST KENTUCKY NATL CORP	36,116	.20
69 OLD KENT FINANCIAL CORP	36,050	.20
70 ESSEX INVESTMENT MANAGEMENT CO INC	35,880	.20
71 CITICORP<	35,200	.20
TOTALS	10,400,360	59.20%

TOP 5 CONTROL 18.57% OF STOCK TOP 15 CONTROL 32.84% OF STOCK
TOP 10 CONTROL 27.28% OF STOCK TOP 20 CONTROL 37.26% OF STOCK

SUPERIOR OIL

(SHARES O/S 25,391,000)

Principal Stockholders	Shares	%
1 KECK FAMILY INTERESTS#	5,326,809	20.97
KECK, HOWARD B FAM & ASSOCIATES (4222584)		
KECK, WILLIAM M JR & ASSOCIATES (1104225)		
2 MORGAN (J P) & CO INC<	1,388,000	5.46
3 FIRST CITY BANCORP OF TEXAS INC	521,169	2.05
SUPERIOR OIL SAVINGS & INVESTMENT PLAN/1755 PLTS (239034)		
4 CITICORP<	478,280	1.88
5 EQUITABLE LIFE ASSUR SOCIETY OF US	452,435	1.78
6 FIDUCIARY TRUST CO OF NEW YORK	372,863	1.46
FIDUCIARY TRUST/FUNDS-COMBINED (372863)		
7 MARSH & MCLENNAN COS INC<	310,364	1.22
PUTNAM MNGT/FUNDS-COMBINED (98100)		
EBERSTADT ASSET MNGT/FDS-COMBINED (212264)		
8 CHEMICAL NEW YORK CORP	285,940	1.12
9 MANUFACTURERS HANOVER CORP<	281,676	1.10
10 DONALDSON LUFKIN & JENRETTE INC<	270,436	1.06
11 BROWN BROS HARRIMAN & CO	233,125	.91
12 KIRBY FAMILY GROUP-ALLEGHANY CORP<	221,210	.87
ALLEGHANY CORP (221210)		
13 ROSENBERG CAPITAL MANAGEMENT	202,400	.79
14 NEW YORK STATE COMMON RETIREMENT FUND	191,000H	.75
15 FORSTMANN-LEFF ASSOCIATES	178,735	.70
16 MELLON NATIONAL CORP	169,076	.66
17 SELIGMAN (J & W) & CO+	164,050	.64
SELIGMAN/FUNDS-COMBINED (164050)		
18 US & FOREIGN SECURITIES CORP	155,000	.61
19 BANK OF NEW YORK CO INC	154,770	.60
20 UNITED STATES STEEL CORP	146,400	.57
US STEEL & CARNEGIE PENSION TR (146400)		
21 HARVARD UNIVERSITY	145,118	.57
22 BETHLEHEM STEEL CORP	145,000	.57
BETHLEHEM STEEL CORP PENSION PL (145000)		
23 BRUNDAGE STORY & ROSE	141,885	.55
24 MIDLAND BANK GROUP< (ENGLAND)	141,177	.55
CROCKER NATIONAL CORP (141177)		
25 WEISS PECK & GREER*	132,933	.52
26 BABSON (DAVID L) & CO INC*	127,315	.50
27 SCHRODERS LTD< (ENGLAND)	124,950	.49
SCHRODER MNGR/FUNDS-COMBINED (124950)		
28 TRAVELERS CORP<	120,445	.47
TRAVELERS/KEYSTONE FUNDS-COMBINED (120445)		
29 NEUBERGER & BERMAN+	116,652	.45
NEUBERGER & BER MNGT/FDS-COMBINED (116652)		
30 WESTERN BANCORPORATION<	116,539	.45
31 BANKERS TRUST NEW YORK CORP	108,850	.42
32 CHASE MANHATTAN CORP	108,792	.42
33 ROBECO (HOLLAND)	100,000H	.39
34 WELLS FARGO & CO	93,604	.36
35 CONNECTICUT GENERAL INSURANCE CORP	89,000	.35
CONN GENL INSUR COS/FDS-COMBINED (89000)		
36 HELLER (WALTER E) INTERNATIONAL CORP	86,615	.34
AMERICAN NATL BK & TR CO/CHICAGO (86615)		
37 U S TRUST CORP	82,270	.32
38 EAGLE MANAGEMENT & TRUST CO	82,200	.32
39 MERCANTILE TEXAS CORP	77,139	.30
40 JOHN HANCOCK MUTUAL LIFE INSUR CO	75,650	.29
JOHN HANCOCK/FUNDS-COMBINED (75650)		
41 BECK MACK & OLIVER	72,448	.28
42 C M B INVESTMENT COUNSELORS	72,190	.28
43 DODGE & COX INC*	72,054	.28
44 FIRST NATIONAL BOSTON CORP	71,850	.28
45 CENTURY CAPITAL ASSOCIATES	71,115	.28
46 UNION BANCORP INC	71,025	.27
47 OPPENHEIMER HOLDINGS INC*	70,307	.27

SUPERIOR OIL - CONTINUED

48 NEW YORK CITY COMPTROLLER'S OFFICE	65,100	.25
49 PITTSBURGH NATIONAL CORP	64,200	.25
50 ADAMS EXPRESS CO	62,000	.24
51 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	60,035	.23
AM INTERNL INSUR COS-COMBINED (60035)		
52 GENERAL AMERICAN INVESTORS CO INC	59,700	.23
53 BROKAW CAPITAL MANAGEMENT CO INC	57,900	.22
54 DREYFUS CORP*	56,200	.22
55 ROCHESTER UNIVERSITY	55,500	.21
56 NATIONAL SECURITIES & RESEARCH CORP*	54,700	.21
NSR ASSET MNGT/FUNDS-COMBINED (54700)		
57 DUPONT FAMILY INTERESTS	53,900	.21
DU PONT (E I) DE NEMOURS & CO INC (53900)		
58 LINCOLN FIRST BANKS INC	52,500	.20
59 COLUMBIA MANAGEMENT CO*	51,120	.20
60 NEW JERSEY DIVISION OF INVESTMENTS	50,000J	.19
TOTALS	14,963,716	58.93%

TOP 5 CONTROL 32.16% OF STOCK TOP 15 CONTROL 42.19% OF STOCK
TOP 10 CONTROL 38.15% OF STOCK TOP 20 CONTROL 45.30% OF STOCK

SYBRON CORP

(SHARES O/S 9,543,000)

1 SHUMWAY, FRANK R	715,441	7.49
2 SECURITY NEW YORK STATE CORP	384,566	4.02
3 BATTERYMARCH FINANCIAL MNGT CORP	267,500	2.80
4 GOLDBERG, EMANUEL & ASSOCIATES#	218,456	2.28
5 LINCOLN FIRST BANKS INC	161,739	1.69
6 DODGE & COX INC*	87,400	.91
7 US & FOREIGN SECURITIES CORP	80,000	.83
8 WRIGHT INVESTORS' SERVICE	74,900	.78
9 SHUFRO ROSE & EHRMAN	74,150	.77
10 FARMERS GROUP INC<	61,504	.64
FARMERS GROUP INSUR COS-COMBINED (61504)		
11 UNION INVESTMENT GMBH (WEST GERMANY)	60,500	.63
UNION INVEST FUNDS-COMBINED (60500)		
12 TISCH FAMILY GROUP	57,700	.60
CNA INSUR COS/FDS-COMBINED (57700)		
13 PROVIDENT NATIONAL CORP<	54,810	.57
PROVIDENT INSTITUTIONAL MNGT CORP (54810)		
14 INTERVEST MANAGEMENT CO	48,500	.50
15 HONG KONG & SHANGHAI BANKING CORP	44,521	.46
MARINE MIDLAND BANKS INC (44521)		
16 VONBERG, WILLIAM G#	44,376	.46
17 GAUDION, DONALD A#	38,249	.40
18 IRVING BANK CORP	37,460	.39
19 AVCO CORP	37,000H	.38
AVCO INSUR COS/FDS-COMBINED (37000)		
20 AMERITRUST CO	35,806	.37
21 ADIG ALLGIEMEINE DEUTSCHE INVESTMENT-GMBH	35,000J	.36
ADIG FUNDS-COMBINED (35000)		
22 MELLON NATIONAL CORP	35,000	.36
23 COMMONWEALTH NATIONAL BANK	34,105	.35
24 ALLENDALE GROUP<	27,000	.28
ALLENDALE INSUR COS-COMBINED (27000)		
25 PAGEREY, PAUL F#	23,500	.24
26 BECKER WARBURG PARIBAS GROUP INC	23,200	.24
27 CONTINENTAL CORP<	20,000	.20
CONTINENTAL CORP INSUR COS-COMB (20000)		
28 WESTERN BANCORPORATION<	19,580	.20
TOTALS	2,801,963	29.36%

TOP 5 CONTROL 18.31% OF STOCK TOP 15 CONTROL 25.06% OF STOCK
TOP 10 CONTROL 22.27% OF STOCK TOP 20 CONTROL 27.08% OF STOCK

TALLEY INDUSTRIES

(SHARES O/S 4,805,000)

1 MORGAN (J P) & CO INC<	275,000	5.72
2 TALLEY (FRANZ G) FAMILY INTERESTS#	223,534X	4.65
3 ROBINSON, JOHN C#	95,376J	1.98
4 BARNES, E PAUL#	77,813J	1.61
5 WRIGHT, WILLIAM	37,800J	.78
6 MALLANDER, WILLIAM H#	37,700J	.78
7 FIRST PENNSYLVANIA CORP	25,100	.52

TALLEY INDUSTRIES - CONTINUED

8 FIRST INVESTORS CORP*	25,100	.52
9 ROCKOW, RALPH A#	20,000	.41
10 BATTERYMARCH FINANCIAL MNGT CORP	17,500	.36
11 VALLEY NATIONAL BANK OF ARIZONA	15,007	.31
12 KREWSON, CHARLES N#	13,420E	.27
13 ELLIS, GERARD G#	13,150J	.27
14 COREY, DONALD L#	12,400J	.25
15 FEDERATED MUTUAL INSURANCE GROUP	10,000J	.20
TOTALS	898,900	18.70%

TOP 5 CONTROL 14.76% OF STOCK TOP 15 CONTROL 18.70% OF STOCK
TOP 10 CONTROL 17.37% OF STOCK TOP 20 CONTROL 18.70% OF STOCK

TECUMSEH PRODUCTS

(SHARES O/S 5,470,000)

1 HERRICK-SAGE FAMILY INTERESTS#	3,555,293J	64.99
HERRICK, KENNETH G & ASSOC (413650)		
COBB, CATHERINE R (341100)		
VAN WAVEREN, JEAN MARIE (341100)		
HERRICK, TODD W ASSOC (72550)		
HERRICK FOUNDATION (1505625)		
EAGAN, EMMETT E & ASSOC (70710)		
SAGE FOUNDATION (359142)		
SAGE, ROBERT F (225708)		
BREWER, MARGARET J (225708)		
2 BRUNDAGE STORY & ROSE	145,172	2.65
3 EATON & HOWARD VANCE SANDERS INC	96,696	1.76
EATON & HOWARD VANCE/FDS-COMB (96696)		
4 FIDUCIARY TRUST CO OF NEW YORK	79,340	1.45
FIDUCIARY TRUST/FUNDS-COMBINED (79340)		
5 BABSON (DAVID L) & CO INC* (39005)	79,005	1.44
JONES & BABSON INC		
BABSON MNGR/FUNDS-COMBINED (40000)		
6 PHIPPS FAMILY INTERESTS	33,342	.60
BESSEMER TRUST CO NA (33342)		
7 TRAINER WORTHAM & CO	27,816	.50
8 BANKERS LIFE CO	24,900	.45
9 FIRST MANHATTAN CO	24,730	.45
10 OHIO CITIZENS BANCORP	22,415	.40
11 FIRST PENNSYLVANIA CORP	20,775	.37
12 CONTINENTAL GROUP INC<	18,300	.33
CONTINENTAL FINL SERVICES CO (18300)		
13 MAGNAVEST CORP<	18,000	.32
PILGRIM CAPITAL MANAGEMENT CORP* (18000)		
14 MORGAN (J P) & CO INC<	18,000	.32
15 CHICAGO, UNIVERSITY OF	18,000	.32
16 SAROFIM (FAYEZ) & CO	12,000	.21
17 NATIONAL DETROIT CORP	11,205	.20
18 UNITED VIRGINIA BANKSHARES INC	11,100	.20
TOTALS	4,216,089	77.07%

TOP 5 CONTROL 72.31% OF STOCK TOP 15 CONTROL 76.44% OF STOCK
TOP 10 CONTROL 74.74% OF STOCK TOP 20 CONTROL 77.07% OF STOCK

TEKTRONIX

(SHARES O/S 18,212,000)

1 VOLLUM, HOWARD FAMILY & ASSOC#	3,721,401	20.43
2 BABSON (DAVID L) & CO INC* (627645)	697,645	3.83
JONES & BABSON INC		
BABSON MNGR/FUNDS-COMBINED (70000)		
3 MARSH & MCLENNAN COS INC<	680,000	3.73
EBERSTADT ASSET MNGT/FDS-COMBINED (680000)		
4 OHIO STATE TEACHERS RETIR SYSTEM	506,300	2.78
5 TIAA-CREF	450,000	2.47
COLLEGE RETIREMENT EQUITIES FUND (450000)		
6 MELLON NATIONAL CORP	340,745	1.87
7 MASSACHUSETTS FINANCIAL SERVICES INC*	281,500	1.54
8 NATIONAL CITY CORP	276,000	1.51
9 CASTLES, JAMES B INTERESTS#	236,100	1.29
CASTLES, JAMES B (104100)		
MURDOCK (M J) CHARITABLE TRUST (132000)		
10 SEARS ROEBUCK & CO	234,000	1.28
ALLSTATE INSUR COS/FDS-COMBINED (234000)		
11 BANKAMERICA CORP<	209,700	1.15

TEKTRONIX - CONTINUED

Principal Stockholders	Shares	%
12 BANKERS TRUST NEW YORK CORP	191,190	1.04
13 SEAFIRST CORP	186,150	1.02
14 WESTERN BANCORPORATION<	177,376	.97
15 NEW JERSEY DIVISION OF INVESTMENTS	170,000J	.93
16 KIRBY FAMILY GROUP-ALLEGHANY CORP<	170,000	.93
ALLEGHANY CORP (70000)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (100000)		
17 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	153,100	.84
18 SUN LIFE ASSURANCE CO OF CANADA	150,200	.82
19 DODGE & COX INC*	145,293	.79
20 BETHLEHEM STEEL CORP	142,600	.78
BETHLEHEM STEEL CORP PENSION PL (142600)		
21 CITICORP<	135,900	.74
22 VAUGHAN NELSON & HARGROVE INC	130,580	.71
23 NEW ENGLAND MERCHANTS CO INC	129,762	.71
24 GENERAL AMERICAN INVESTORS CO INC	120,500	.66
25 SHEARSON LOEB RHOADES INC<	119,700	.65
BERNSTEIN-MACAULEY INC (119700)		
26 MUTUAL LIFE INSURANCE CO OF NY	107,200	.58
27 COLE YEAGER & WOOD INC	103,882	.57
28 PRUDENTIAL INSURANCE CO OF AM	101,300	.55
PRUDENTIAL INSUR COS/FUNDS-COMB (101300)		
29 LEHMAN BROTHERS KUHN LOEB INC	90,000	.49
LEHMAN MANAGEMENT CO INC* (90000)		
30 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	90,000	.49
31 UNITED STATES STEEL CORP	86,700	.47
US STEEL & CARNEGIE PENSION TR (86700)		
32 BOATMENS BANKSHARES INC	86,400	.47
33 NEW YORK LIFE INSURANCE CO	78,200	.43
34 BJURMAN (GEORGE D) & ASSOCIATES	77,300	.42
35 DOW CHEMICAL CORP	74,000	.40
36 FARMERS GROUP INC<	72,100	.39
FARMERS GROUP INSUR COS-COMBINED (72100)		
37 UNITED STATES FIDELITY & GUARANTY CO	70,400	.38
U S FID & GUAR INSUR COS-COMBINED (70400)		
38 FIDELCOR INC	70,325	.38
39 NEW ENGLAND MUTUAL LIFE INSUR CO	68,635	.37
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (68635)		
40 WELLS FARGO & CO	66,600	.36
41 ELLIS, DON A#	66,048	.36
42 GIRARD CO	64,002	.35
43 SCUDDER STEVENS & CLARK CO*	63,200	.34
44 NEW YORK CITY COMPTROLLER'S OFFICE	61,200	.33
45 ST PAUL COMPANIES INC<	60,000	.32
ST PAUL INSUR COS/FDS-COMBINED (60000)		
46 CHEMICAL NEW YORK CORP	59,775	.32
47 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	59,700	.32
48 STANDISH AYER & WOOD INC*	59,500	.32
49 MORGAN (J P) & CO INC<	59,000	.32
50 WALKER, WILLIAM D & FAMILY#	58,860	.32
51 HELLER (WALTER E) INTERNATIONAL CORP	56,019	.30
AMERICAN NATL BK & TR CO/CHICAGO (56019)		
52 AMERICAN EXPRESS CO<	55,000	.30
AMERICAN EXP INSUR COS-COMBINED (55000)		
53 CONNECTICUT STATE TRUST FUND	52,000J	.28
54 HONG KONG & SHANGHAI BANKING CORP	50,895	.27
MARINE MIDLAND BANKS INC (50895)		
55 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	50,000	.27
56 CHUBB CORP<	49,500	.27
57 FIRST UNION BANCORP	48,500	.26
58 COLUMBIA MANAGEMENT CO*	46,900	.25
59 WANTLAND, EARL & FAMILY#	45,444	.24
60 CBT CORP	41,845	.22
61 YALE UNIVERSITY	41,200F	.22
62 DEAN WITTER REYNOLDS ORGANIZATION INC	40,300	.22
63 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	40,000	.21
AM INTERNL INSUR COS-COMBINED (40000)		
64 UNITED SERVICES AUTOMOBILE ASSOC	40,000H	.21
USAA LIFE INSURANCE CO (40000)		
65 HARVARD UNIVERSITY	40,000	.21
66 MAXWELL MEIGHEN & ASSOCIATES LTD* (CANADA)	40,000H	.21
67 BATTERYMARCH FINANCIAL MNGT CORP	39,800	.21
68 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	39,000	.21
BANK OF CALIFORNIA NA (39000)		
69 MARYLAND NATIONAL CORP	38,125	.20
TOTALS	12,465,197	68.44%

TEKTRONIX - CONTINUED

TOP 5 CONTROL 33.24% OF STOCK TOP 15 CONTROL 45.89% OF STOCK
TOP 10 CONTROL 40.76% OF STOCK TOP 20 CONTROL 50.07% OF STOCK

TELEDYNE

(SHARES O/S: 13,463,000)

Principal Stockholders	Shares	%
1 SINGLETON, HENRY E#	859,645J	6.38
2 SAROFIM (FAYEZ) & CO	753,786	5.59
3 KOZMETSKY, GEORGE#	394,022	2.92
4 TEMPLETON (JOHN M) FAMILY INTERESTS	98,787	.73
TEMPLETON INVEST CNSL LTD* (CAN) (98787)		
5 TRAVELERS CORP<	78,000	.57
TRAVELERS/KEYSTONE FUNDS-COMBINED (78000)		
6 KEMPER FAMILY GROUP	70,000	.51
KEMPER INSUR COS/FDS-COMBINED (70000)		
7 ROBERTS, GEORGE A#	64,943J	.48
8 NATIONAL CITY CORP	64,000	.47
9 EQUITABLE LIFE ASSUR SOCIETY OF US	53,333	.39
10 RICE UNIVERSITY	46,264	.34
11 TRANSPORT INSURANCE GROUP	43,833H	.32
12 WELLS FARGO & CO	42,475	.31
13 ROCK, ARTHUR#	37,672J	.27
14 ROCKEFELLER FAMILY INTERESTS	36,116	.26
ROCKEFELLER & CO INC (36116)		
15 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	30,337	.22
16 HELLER (WALTER E) INTERNATIONAL CORP	30,048	.22
AMERICAN NATL BK & TR CO/CHICAGO (30048)		
17 HINTZ (EDWARD)	29,756	.22
18 BANKAMERICA CORP<	28,649	.21
TOTALS	2,761,666	20.51%

TOP 5 CONTROL 16.22% OF STOCK TOP 15 CONTROL 19.85% OF STOCK
TOP 10 CONTROL 18.44% OF STOCK TOP 20 CONTROL 20.51% OF STOCK

TENNECO

(SHARES O/S: 118,159,000)

Principal Stockholders	Shares	%
1 REPUBLIC OF TEXAS CORP<	5,857,485	4.95
TENNECO THRIFT PL-24710 PCTS (5050860)		
TENNECO ESOP-25591 PCTS (340050)		
2 MCINTYRE FAMILY INTERESTS	1,716,252X	1.45
MCINTYRE, CHARLES S 3RD (117421)		
MCINTYRE, WILLIAM D JR (85244)		
MCINTYRE, DAVID L (66722)		
MCINTYRE, JOHN M (103420)		
LINSENMEYER, STEPHEN J (102226)		
MCINTYRE FAMILY ASSOC (1286219)		
3 BANKERS TRUST NEW YORK CORP	1,374,008	1.16
4 DUPONT FAMILY INTERESTS	1,107,000	.93
DU PONT (E I) DE NEMOURS & CO INC (1107000)		
5 STONE & WEBSTER	1,100,317J	.93
6 DELAWARE MANAGEMENT CO INC*	985,400	.83
7 KIRBY FAMILY GROUP-ALLEGHANY CORP<	900,000	.76
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (900000)		
8 FIRST INTERNATIONAL BANCSHARES INC	862,338	.72
9 NEW ENGLAND MUTUAL LIFE INSUR CO	803,739	.68
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (803739)		
10 TIAA-CREF	800,000	.67
COLLEGE RETIREMENT EQUITIES FUND (800000)		
11 FIRST UNION BANCORP	795,785	.67
12 CITICORP<	795,119	.67
13 WISCONSIN INVESTMENT BOARD	739,840	.62
14 WELLS FARGO & CO	706,200	.59
15 MORGAN (J P) & CO INC<	686,000	.58
16 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	660,000	.55
17 TRAVELERS CORP<	616,825	.52
TRAVELERS/KEYSTONE FUNDS-COMBINED (616825)		
18 GENERAL ELECTRIC CO	588,300	.49
GENERAL ELECTRIC PENSION TRUST (588300)		
19 GORDON, W K JR	583,125J	.49
20 AMERITRUST CO	574,307	.48
21 THORDIKE DORAN PAINE & LEWIS	570,862	.48
THORNDIKE-WELLINGTON FUNDS-COMB (570862)		
22 SCUDDER STEVENS & CLARK CO*	564,810	.47
23 EQUITABLE LIFE ASSUR SOCIETY OF US	524,400	.44

Principal Stockholders

TENNECO - CONTINUED

Principal Stockholders	Shares	%
24 SCHRODERS LTD< (ENGLAND) SCHRODER MNGR/FUNDS-COMBINED (504258)	504,258	.42
25 ROBECO (HOLLAND)	500,000H	.42
26 SHEARSON LOEB RHOADES INC< BERNSTEIN-MACAULEY INC (497900)	497,900	.42
27 TRUST CO OF THE WEST T C W ASSET MANAGEMENT CO (485700)	485,700	.41
28 DREYFUS CORP*	450,400	.38
29 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (429789)	429,789	.36
30 MILLER ANDERSON & SHERRERD	418,834	.35
31 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND) BANK OF CALIFORNIA NA (395903)	395,903	.33
32 CHEMICAL NEW YORK CORP	378,381	.32
33 NATIONAL DETROIT CORP	358,504	.30
34 MIDLAND BANK GROUP< (ENGLAND) CROCKER NATIONAL CORP (357843)	357,843	.30
35 WESTERN BANCORPORATION<	354,257	.29
36 U S TRUST CORP	337,720	.28
37 CHASE MANHATTAN CORP	332,292	.28
38 LORD ABBETT & CO*	327,700	.27
39 MANUFACTURERS NATIONAL CORP	311,259	.26
40 MARSH & MCLENNAN COS INC< EBERSTADT ASSET MNGT/FDS-COMBINED (310500)	310,500	.26
41 FIRST CITY BANCORP OF TEXAS INC	310,469	.26
42 NORTHEAST BANCORP INC (CONN)	307,587	.26
43 FMR CORP FMR/FUNDS-COMBINED (306502)	306,502	.25
44 GATES RUBBER CO< FINANCIAL PROGRAMS INC* (297000)	297,000	.25
45 FIRST KENTUCKY NATL CORP	282,444	.23
46 UNITED STATES FIDELITY & GUARANTY CO U S FID & GUAR INSUR COS-COMBINED (274400)	274,400	.23
47 AMERICAN GENERAL INSURANCE CO< AMERICAN GENL INSUR CO-COMBINED (264245)	264,245	.22
48 TEXAS PERMANENT SCHOOL FUND	261,100	.22
49 BOATMENS BANKSHARES INC	255,702	.21
50 BATTERYMARCH FINANCIAL MNGT CORP	253,300	.21
51 NEW YORK STATE COMMON RETIREMENT FUND	248,100H	.20
TOTALS	33,724,261	28.54%

TOP 5 CONTROL 9.44% OF STOCK TOP 15 CONTROL 16.27% OF STOCK
TOP 10 CONTROL 13.12% OF STOCK TOP 20 CONTROL 18.83% OF STOCK

TEXACO

(SHARES O/S 271,443,000)

Principal Stockholders	Shares	%
1 MANUFACTURERS HANOVER CORP TEXACO EMP SAV PL/22031 PCTS (11371109) TEXACO ESOP-28331 PCTS (645847)	13,464,181	4.96
2 TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (2650000)	2,650,000	.97
3 UNION NATIONAL BK OF PITTSBURGH	2,637,436	.97
4 PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (2573000)	2,573,000	.94
5 SAROFIM (FAYEZ) & CO	2,519,618	.92
6 NORRIS, LESTER & FAMILY	2,271,000X	.83
7 CONTINENTAL CORP< CONTINENTAL CORP/INSUR COS-COMB (2253554)	2,253,554	83
8 MORGAN (J P) & CO INC<	2,114,000	77
9 LORD ABBETT & CO*	1,716,420	63
10 WELLS FARGO & CO	1,668,696	.61
11 CONTINENTAL ILLINOIS CORP	1,563,885	.57
12 BANKERS TRUST NEW YORK CORP	1,401,083	.51
13 CITICORP<	1,368,868	.50
14 SHEARSON LOEB RHOADES INC< BERNSTEIN-MACAULEY INC (735520) BOSTON CO INC (622343)	1,357,863	50
15 AMERITRUST CO	1,340,646	49
16 DELAWARE MANAGEMENT CO INC*	1,279,758	.47
17 FIRST NATIONAL BOSTON CORP	1,170,645	43
18 UNITED STATES STEEL CORP US STEEL & CARNEGIE PENSION TR (1052180)	1,052,180	.38
19 NORTHERN TRUST CORP	1,032,139	.38
20 TELEDYNE INC TELEDYNE INSUR COS-COMBINED (939500)	939,500	.34
21 GIRARD CO	917,761	.33

TEXACO - CONTINUED

Principal Stockholders	Shares	%
22 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (908711)	908,711	.33
23 MERCANTILE BANCORPORATION INC	869,257	.32
24 FIRST UNION BANCORP	860,015	.31
25 PROVIDENT NATIONAL CORP<	857,297	.31
26 GENERAL ELECTRIC CO GENERAL ELECTRIC PENSION TRUST (843000)	843,000	.31
27 WESTERN BANCORPORATION<	811,974	.29
28 REPUBLIC OF TEXAS CORP<	762,280	.28
29 FMR CORP FIDELITY MNGT & RESEARCH CO* (756391)	756,391	.27
30 CHASE MANHATTAN CORP	728,247	.26
31 SEARS ROEBUCK & CO ALLSTATE INSUR COS/FDS-COMBINED (715400)	715,400	.26
32 BANKERS LIFE CO	712,200	.26
33 DODGE & COX INC*	699,976	.25
34 BATTERYMARCH FINANCIAL MNGT CORP	679,980	.25
35 BANKAMERICA CORP<	647,739	.23
36 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND) NEW COURT CAPITAL MNGT INC (632372)	632,372	.23
37 FIRST KENTUCKY NATL CORP	614,110	.22
38 FIRST INTERNATIONAL BANCSHARES INC	611,656	.22
39 NEUBERGER & BERMAN* NEUBERGER & BER MNGT/FDS-COMBINED (593988)	593,988	.21
40 MINNESOTA STATE BOARD OF INVESTMENT	518,690G	.19
41 PHIPPS FAMILY INTERESTS# PHIPPS, OGDEN FAMILY & ASSOC (145162) FORBES, ARTHUR PATRICK H & FAMILY (115582)	260,744J	.09
TOTALS	61,376,282	22.61%

TOP 5 CONTROL 8.78% OF STOCK TOP 15 CONTROL 15.06% OF STOCK
TOP 10 CONTROL 12.47% OF STOCK TOP 20 CONTROL 17.08% OF STOCK

TEXAS INSTRUMENTS

(SHARES O/S 22,827,000)

Principal Stockholders	Shares	%
1 REPUBLIC OF TEXAS CORP< TEXAS INSTRUMENTS UNIVERSAL PROFIT SHARING PLS/42400 PCTS (1662300) TEXAS INSTRUMENTS PROFIT SHARING TRUST/INTERNAL (485500)	3,169,316	13.88
2 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	748,000	3.27
3 MARSH & MCLENNAN COS INC< PUTNAM MNGT/FUNDS-COMBINED (349200) EBERSTADT ASSET MNGT/FDS-COMBINED (254766)	603,966	2.64
4 ROWE PRICE (T) & ASSOCIATES INC*	577,502	2.52
5 PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (448300)	448,300	1.96
6 MORGAN (J P) & CO INC<	413,000	1.80
7 HAGGERTY, PATRICK E & FAMILY#	392,676J	1.72
8 SAROFIM (FAYEZ) & CO	307,672	1.34
9 DUPONT FAMILY INTERESTS DU PONT (E I) DE NEMOURS & CO INC (304200)	304,200	1.33
10 FIRST NATIONAL BOSTON CORP	298,870	1.30
11 STEIN ROE & FARNHAM*	275,290	1.20
12 HOSPITAL TRUST CORP	267,704	1.17
13 ROCKEFELLER FAMILY INTERESTS DESCENDANTS OF JOHN D JR (241544)	241,544X	1.05
14 JENNISON ASSOCIATES CAPITAL CORP	225,100	.98
15 TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (224000)	224,000	.98
16 ROSENBERG CAPITAL MANAGEMENT	220,750	.96
17 CITICORP<	218,758	.95
18 GENERAL ELECTRIC CO GENERAL ELECTRIC PENSION TRUST (202300)	202,300	88
19 BANKAMERICA CORP<	184,725	.80
20 SHEPHERD, MARK JR#	177,403J	.77
21 SCUDDER STEVENS & CLARK CO*	165,768	.72
22 DONALDSON LUFKIN & JENRETTE INC<	160,681	.70
23 HARRIS BANKCORP INC	153,000	.67
24 TEXAS TEACHERS RETIR SYSTEM	148,900	65
25 PROVIDENT NATIONAL CORP<	147,400	.64
26 NEW YORK CITY COMPTROLLER'S OFFICE	141,400	.61
27 NORTHERN TRUST CORP	127,355	.55
28 FIRST ATLANTA CORP	121,350	.53
29 GEORGIA STATE RETIREMENT SYSTEM	118,000	.51
30 BUCY, J FRED#	115,681J	.50

TEXAS INSTRUMENTS - CONTINUED

Principal Stockholders	Shares	%
31 CONTINENTAL CORP<	110,748	.48
CONTINENTAL CORP/INSUR COS-COMB (110748)		
32 ROTHSCHILD (L F) UNTERBERG TOWBIN	110,000	.48
33 MANUFACTURERS HANOVER CORP<	109,083	.47
EDIE (LIONEL D) & CO INC (109083)		
34 BJURMAN (GEORGE D) & ASSOCIATES	103,300	.45
35 MARYLAND STATE RETIREMENT SYSTEMS	98,914	.43
36 AETNA LIFE & CASUALTY CO	97,400H	.42
AETNA INSUR COS/FDS-COMBINED (97400)		
37 BETHLEHEM STEEL CORP	94,000	.41
BETHLEHEM STEEL CORP PENSION PL (94000)		
38 WELLS FARGO & CO	92,185	.40
39 EATON & HOWARD VANCE SANDERS INC	92,032	.40
EATON & HOWARD VANCE/FDS-COMB (92032)		
40 NEW YORK STATE TEACHERS RETIR FUND	91,800	.40
41 HARVARD UNIVERSITY	91,725	.40
42 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	91,300	.39
43 TRUST CO OF THE WEST	84,450	.36
T C W ASSET MANAGEMENT CO (84450)		
44 U S TRUST CORP	83,483	.36
45 NATIONAL DETROIT CORP	82,640	.36
46 UNITED STATES STEEL CORP	81,532	.35
US STEEL & CARNEGIE PENSION TR (81532)		
47 HELLER (WALTER E) INTERNATIONAL CORP	78,725	.34
AMERICAN NATL BK & TR CO/CHICAGO (78725)		
48 CHASE MANHATTAN CORP	78,502	.34
49 BRISTOL, JOHN W INTERESTS	78,325	.34
BRISTOL (JOHN W) & CO INC (78325)		
50 MASSACHUSETTS FINANCIAL SERVICES INC*	75,000	.32
51 MILLER ANDERSON & SHERRERD	73,357	.32
52 FIDUCIARY TRUST CO OF NEW YORK	72,502	.31
FIDUCIARY TRUST/FUNDS-COMBINED (72502)		
53 COLE YEAGER & WOOD INC	69,198	.30
54 ROBECO (HOLLAND)	69,000H	.30
55 HARRIS, S T#	67,692J	.29
56 GIRARD CO	66,434	.29
57 ROYAL INSURANCE CO LTD (ENGLAND)	64,700	.28
ROYAL INSURS COS-COMBINED (64700)		
58 MIDLAND BANK GROUP< (ENGLAND)	63,205	.27
CROCKER NATIONAL CORP (63205)		
59 BANKERS TRUST NEW YORK CORP	61,747	.27
60 BANK OF NEW YORK CO INC	60,585	.26
61 INA CORP<	60,000	.26
INA INSUR COS/FDS-COMBINED (60000)		
62 PRINCETON UNIVERSITY	60,000F	.26
63 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	59,900G	.26
64 MCCORD, A RAY#	59,000J	.25
65 ST PAUL COMPANIES INC<	58,000	.25
ST PAUL INSUR COS/FDS-COMBINED (58000)		
66 FARMERS GROUP INC<	54,200	.23
FARMERS GROUP INSUR COS-COMBINED (54200)		
67 N C N B CORP<	50,985	.22
68 STANFORD UNIVERSITY	50,000G	.21
69 CHUBB CORP<	50,000	.21
70 FISCHER, JAMES L#	49,700J	.21
71 NEW YORK LIFE INSURANCE CO	49,100	.21
72 BATTERYMARCH FINANCIAL MNGT CORP	47,900	.20
73 WESTERN BANCORPORATION<	46,905	.20
74 MINNESOTA STATE BOARD OF INVESTMENT	44,500G	.19
75 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	43,300J	.18
76 SMITH, BRYAN F & FAMILY#	43,122J	.18
TOTALS	14,220,787	62.29%

TOP 5 CONTROL 24.30% OF STOCK   TOP 15 CONTROL 37.22% OF STOCK
TOP 10 CONTROL 31.81% OF STOCK   TOP 20 CONTROL 41.62% OF STOCK

TEXASGULF

(SHARES O/S 31,704,000)

Principal Stockholders	Shares	%
1 CANADA DEVELOPMENT CORP	10,660,475J	33.62
CDC NEDERLAND B V (10660475)		
2 CITICORP<	746,385	2.35
3 STATE STREET RESEARCH & MANAGEMENT CO*	520,338	1.64
4 SAROFIM (FAYEZ) & CO	480,504	1.51
5 MORGAN (J P) & CO INC<	437,000	1.37
6 BRUNDAGE STORY & ROSE	409,150	1.29
7 DONALDSON LUFKIN & JENRETTE INC<	390,527	1.23

TEXASGULF - CONTINUED

Principal Stockholders	Shares	%
8 AETNA LIFE & CASUALTY CO	256,419H	.80
AETNA INSUR COS/FDS-COMBINED (256419)		
9 WELLS FARGO & CO	186,227	.58
10 POWER CORP-INVESTORS GROUP OF CANADA<	181,100	57
INVESTORS SECURITIES MANAGEMENT CORP* (1811		
11 GATES RUBBER CO<	163,500	.51
FINANCIAL PROGRAMS INC* (163500)		
12 DUPONT FAMILY INTERESTS	125,916	.39
DU PONT (E I) DE NEMOURS & CO INC (125916)		
13 HONG KONG & SHANGHAI BANKING CORP	121,850	.38
MARINE MIDLAND BANKS INC (121850)		
14 BARING BROTHERS INC (ENGLAND)	117,000	.36
ENDOWMENT MANAGEMENT & RES CO* (117000)		
15 WALL PATTERSON MCGREW & RICHARDS INC	115,600	.35
16 BERNHARD (ARNOLD) & CO INC*	106,364	.33
VALUE LINE MNGR/FUNDS-COMBINED (106364)		
17 HELLER (WALTER E) INTERNATIONAL CORP	101,350	.31
AMERICAN NATL BK & TR CO/CHICAGO (101350)		
18 CRITERON MANAGEMENT CORP	92,922	.29
19 FIRST SECURITY CORP	80,665	25
20 ROBECO (HOLLAND)	75,000H	.23
21 NORTHWESTERN MUTUAL LIFE INSUR CO	74,000	.23
22 BANKERS TRUST NEW YORK CORP	73,769	.23
23 NORTH AMERICAN LIFE ASSUR CO (CANADA)	68,800H	.21
24 FOGARTY, CHARLES F-DECEASED	66,176J	.20
25 BATTERYMARCH FINANCIAL MNGT CORP	65,907	.20
26 TRAVELERS CORP<	65,512	.20
TRAVELERS/KEYSTONE FUNDS-COMBINED (65512)		
TOTALS	15,782,456	49.78%

TOP 5 CONTROL 40.51% OF STOCK   TOP 15 CONTROL 47.03% OF STOCK
TOP 10 CONTROL 45.00% OF STOCK   TOP 20 CONTROL 48.47% OF STOCK

TEXTRON

(SHARES O/S 33,028,000)

Principal Stockholders	Shares	%
1 OLD STONE CORP	6,052,453J	18.32
TEXTRON EMP ST SAV PL/14815 PCT (6052453)		
2 FIRST NATIONAL BOSTON CORP	1,019,452	3.08
3 MELLON NATIONAL CORP	929,609	2.81
4 HOSPITAL TRUST CORP	916,730	2.77
5 MORGAN (J P) & CO INC<	806,000	2.44
6 TELEDYNE INC	540,290	1.63
TELEDYNE INSUR COS-COMBINED (540290)		
7 GENGRAS, E CLAYTON & FAMILY#	516,122J	1.56
8 NORTHWEST PENNSYLVANIA BANK & TRUST CO	456,400	1.38
9 MERCANTILE BANKSHARES CORP<	337,367	1.02
10 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	337,000	1.02
11 NEW ENGLAND MUTUAL LIFE INSUR CO	308,405	.93
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (308405)		
12 BATTERYMARCH FINANCIAL MNGT CORP	305,000	.92
13 OPPENHEIMER HOLDINGS INC*	280,300	.84
14 HONG KONG & SHANGHAI BANKING CORP	278,808	.84
MARINE MIDLAND BANKS INC (278808)		
15 WISCONSIN INVESTMENT BOARD	250,800	.75
16 FMR CORP	250,000	.75
FIDELITY MNGT & RESEARCH CO* (250000)		
17 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	247,314	.74
18 DELAWARE MANAGEMENT CO INC*	238,500	.72
19 TRAVELERS CORP<	227,044	.68
TRAVELERS/KEYSTONE FUNDS-COMBINED (227044)		
20 AETNA LIFE & CASUALTY CO	225,900H	.68
AETNA INSUR COS/FDS-COMBINED (225900)		
21 ALEXANDER & ALEXANDER SERVICES INC	212,450	.64
ALEXANDER & ALEXANDER SERVICES INC (212450)		
22 WELLS FARGO & CO	200,236	.60
23 FORD FOUNDATION	181,200	.54
24 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	177,400	.53
25 GEORGIA STATE RETIREMENT SYSTEM	160,000	48
26 MASSACHUSETTS MUTUAL LIFE INSUR CO	141,000	42
MASS MUTUAL INSUR CO/FUNDS-COMB (141000)		
27 HELLER (WALTER E) INTERNATIONAL CORP	118,889	.35
AMERICAN NATL BK & TR CO/CHICAGO (118889)		
28 TEXTRON INC	117,678	.35
29 TRUST CO OF GEORGIA	114,598	.34
30 ARGUS RESEARCH CORP	96,000	.29
ARGUS INVESTORS COUNSEL INC (96000)		

TEXTRON - CONTINUED

No.	Stockholder	Shares	%
31	CENTURY BANKS INC (FLORIDA)	88,122	.26
32	STATE NATIONAL CORP	86,840	.26
33	PROVIDENT NATIONAL CORP<	83,571	.25
34	INVESCO CAPITAL MNGT INC	79,100	.23
35	BANKERS TRUST NEW YORK CORP	72,100	.21
36	WASHINGTON NATIONAL CORP<	68,100H	.20
	WASHINGTON NATIONAL INSUR CO (68100)		

TOTALS 16,520,778 50.02%

TOP 5 CONTROL 29.44% OF STOCK TOP 15 CONTROL 40.37% OF STOCK
TOP 10 CONTROL 36.06% OF STOCK TOP 20 CONTROL 43.97% OF STOCK

THIOKOL

(SHARES O/S: 11,419,000)

No.	Stockholder	Shares	%
1	MARSH & MCLENNAN COS INC<	1,243,400	10.88
	PUTNAM MNGT/FUNDS-COMBINED (560300)		
	EBERSTADT ASSET MNGT/FDS-COMBINED (683100)		
2	ROSENBERG CAPITAL MANAGEMENT	526,100	4.60
3	BETHLEHEM STEEL CORP	443,600	3.88
	BETHLEHEM STEEL CORP PENSION PL (443600)		
4	MIDLAND BANK GROUP< (ENGLAND)	299,242	2.62
	CROCKER NATIONAL CORP (299242)		
5	NATIONAL INVESTMENT SER OF AMERICA INC	273,275	2.39
6	NEW ENGLAND MUTUAL LIFE INSUR CO	272,300	2.38
	LOOMIS-SAYLES MNGR/FUNDS-COMBINED (272300)		
7	OPPENHEIMER HOLDINGS INC+	217,000	1.90
8	WARBURG (E M) PINCUS & CO INC	195,699	1.71
	EMW COUNSELLORS INC (195699)		
9	BANKERS TRUST NEW YORK CORP	190,200	1.66
10	CRITERON MANAGEMENT CORP (147500)	174,500	1.52
	FUNDS INC+ (27000)		
11	UNITED STATES STEEL CORP	170,600	1.49
	US STEEL & CARNEGIE PENSION TR (170600)		
12	PIONEER GROUP INC	148,000	1.29
	PIONEERING MNGT/FUNDS-COMB		
13	NEW ENGLAND MERCHANTS CO INC	139,200	1.21
14	HERITAGE WISCONSIN CORP	125,650	1.10
15	MC MORGAN & CO	108,300	.94
16	VIRGINIA NATIONAL BANKSHARES INC	104,200	.91
17	GENERAL ELECTRIC CO	100,000	.87
	ELFUN TRUSTS (100000)		
18	ILLINOIS MUNICIPAL RETIREMENT FUND	100,000	.87
19	NORTHEAST BANCORP INC (CONN)	99,160	.86
20	ALGER (FRED) MANAGEMENT INC*	81,100	.71
21	U S TRUST CORP	74,200	.64
22	DONALDSON LUFKIN & JENRETTE INC<	70,800	.62
23	WESTERN BANCORPORATION<	67,400	.59
24	OREGON PUBLIC EMPLOYEES RETIR SYSTEM	65,400	.57
25	WASHINGTON DEPT OF RETIREMENT SYSTEMS	65,000	.56
26	TULANE UNIVERSITY*	60,000G	.52
27	CONNECTICUT GENERAL INSURANCE CORP	57,800	.50
	CONN GENL INSUR COS/FDS-COMBINED (57800)		
28	FIFTH THIRD BANK	54,700	.47
29	NEUBERGER & BERMAN+	53,400	.46
	NEUBERGER & BER MNGT/FDS-COMBINED (53400)		
30	CAPITAL GROUP INC	50,000	.43
	CAPITAL RES & MNGT/FUNDS-COMBINED (50000)		
31	LOS ANGELES CITY RETIREMENT SYSTEM	50,000	.43
32	KIRBY FAMILY GROUP-ALLEGHANY CORP<	44,000	.38
	ALLEGHANY CORP (44000)		
33	SBHU HOLDINGS INC	42,600	.37
34	ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	42,200	36
	BANK OF CALIFORNIA NA (42200)		
35	FRENCH NATIONAL GOVERNMENT	40,000	.35
	MUTUAL FUNDS-COMBINED (40000)		
36	SAVE & PROSPER GROUP LTD (ENGLAND)	36,000	.31
	SAVE & PROSPER FDS-COMBINED (36000)		
37	AMERICAN GENERAL INSURANCE CO<	33,400	.29
	AMERICAN GENL INSUR CO-COMBINED (33400)		
38	COLUMBIA UNIVERSITY	30,800	.26
39	VALLEY NATIONAL BANK OF ARIZONA	30,602	.26
40	US BANCORP	30,000	.26
41	DETROIT RETIREMENT SYSTEM	30,000J	.26
42	NATIONAL AVIATION & TECHNOLOGY CORP	30,000	.26
43	DAVIS, ROBERT E#	29,528J	.25
44	ARIZONA STATE RETIREMENT SYSTEM	28,000J	.24

THIOKOL - CONTINUED

No.	Stockholder	Shares	%
45	STONE, JAMES MADISON#	27,340	.23
46	ROEPER, ALBERT P#	25,870J	.22
47	COLUMBIA MANAGEMENT CO*	25,000	.21
48	PFS MANAGEMENT SERVICES	24,000	.21

TOTALS 6,229,566 54.55%

TOP 5 CONTROL 24.39% OF STOCK TOP 15 CONTROL 39.64% OF STOCK
TOP 10 CONTROL 33.58% OF STOCK TOP 20 CONTROL 43.88% OF STOCK

TIME

●(SHARES O/S: 29,809,000)

No.	Stockholder	Shares	%
1	TEMPLE FAMILY INTERESTS#	3,000,000J	10.06
	TEMPLE, ARTHUR (365636)		
	TEMPLE (T L L) FOUNDATION (181500)		
	KEELER, ROBERT T FAMILY & ASSOC (506792)		
	TEMPLE ASSOCIATES (1946072 EST)		
2	LUCE FAMILY INTERESTS#	1,981,388J	6.64
	LUCE, HENRY 3RD (544850)		
	LUCE (HENRY) FOUNDATION (1436538)		
3	CAPITAL GROUP INC	1,139,200	3.82
	CAPITAL GUARDIAN TRUST CO (895700)		
	CAPITAL RES & MNGT/FUNDS-COMBINED (243500)		
4	MORGAN (J P) & CO INC<	714,000	2.39
5	SAROFIM (FAYEZ) & CO	571,492	1.91
6	BANKERS TRUST NEW YORK CORP	564,063	1.89
	TIME EMPS PROFIT-SHAR SAVINGS PL (482300)		
7	LARSEN, ROY E#	547,276F	1.83
8	EQUITABLE LIFE ASSUR SOCIETY OF US	468,600	1.57
9	ROWE PRICE (T) & ASSOCIATES INC*	461,470	1.54
10	WISCONSIN INVESTMENT BOARD	440,700	1.47
11	ROSENBERG CAPITAL MANAGEMENT	416,400	1.39
12	CHEMICAL NEW YORK CORP	317,357	1.06
	TIME STOCK INVEST PL/4280 PCTS (268880)		
	TIME TRASOP/13175 PCTS (23600)		
13	TIAA-CREF	314,200	1.05
	COLLEGE RETIREMENT EQUITIES FUND (314200)		
14	INDIANA NATIONAL CORP	298,982	1.00
15	CONNECTICUT GENERAL INSURANCE CORP	271,000	.90
	CONN GENL INSUR COS/FDS-COMBINED (271000)		
16	DONALDSON LUFKIN & JENRETTE INC<	249,700	.83
17	OHIO PUBLIC EMPLOYEES RETIR SYSTEM	235,940	.79
18	NEW ENGLAND MUTUAL LIFE INSUR CO	233,700	.78
	LOOMIS-SAYLES MNGR/FUNDS-COMBINED (233700)		
19	ATLANTA CAPITOL CORP	219,300	.73
20	REPUBLIC OF TEXAS CORP<	208,154	.69
21	MADISON FUND INC	200,000	.67
22	GENERAL ELECTRIC CO	200,000	.67
	GENERAL ELECTRIC PENSION TRUST (200000)		
23	WEISS PECK & GREER*	190,550	.64
24	NEW YORK CITY COMPTROLLER'S OFFICE	189,500	.63
25	NORTHERN TRUST CORP	172,653	.57
26	STARR (C V)-AMERICAN INTERNATIONAL GROUP<	165,000	.55
	AM INTERNL INSUR COS-COMBINED (165000)		
27	BANK OF NEW YORK CO INC	160,632	.53
28	PIONEER GROUP INC	136,800	.45
	PIONEERING MNGT/FUNDS-COMB		
29	HONG KONG & SHANGHAI BANKING CORP	112,570	.37
	MARINE MIDLAND BANKS INC (112570)		
30	STEIN ROE & FARNHAM*	102,521	.34
31	AMERICAN SECURITY CORP (D C)	102,206J	.34
32	RIFKIN, MONROE M#	101,413D	.34
33	MC MORGAN & CO	100,900	.33
34	GOODRICH, HENRY C FAMILY & ASSOC<	100,304J	.33
35	ROBECO (HOLLAND)	100,000H	.33
36	HEISKELL, ANDREW#	93,076J	.31
37	WELLS FARGO & CO	92,304	.30
38	TEXAS, UNIVERSITY OF	88,700	.29
39	COLUMBIA MANAGEMENT CO*	86,450	.29
40	MIDLAND BANK GROUP< (ENGLAND)	84,224	.28
	CROCKER NATIONAL CORP (84224)		
41	NEW YORK LIFE INSURANCE CO	84,100	.28
42	CONTINENTAL INVESTMENT CORP<	81,800	.27
	UNITED FUNDS MANAGEMENT CORP* (81800)		
43	IRVING BANK CORP	78,750	.26
44	HELLER (WALTER E) INTERNATIONAL CORP	78,600	.26
	AMERICAN NATL BK & TR CO/CHICAGO (78600)		

TIME - CONTINUED

Principal Stockholders	Shares	%
45 ELLIOTT, GEORGE B	77,663E	.26
46 HOSPITAL TRUST CORP	69,625	.23
47 WESTERN BANCORPORATION<	67,770	.22
48 WASHINGTON DEPT OF RETIREMENT SYSTEMS	61,500	.20
49 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	60,400	.20
TOTALS	15,892,933	53.31%

TOP 5 CONTROL 24.84% OF STOCK TOP 15 CONTROL 38.59% OF STOCK
TOP 10 CONTROL 33.17% OF STOCK TOP 20 CONTROL 42.44% OF STOCK

TIMES MIRROR

(SHARES O/S: 33,911,000)

Principal Stockholders	Shares	%
1 CHANDLER FAMILY INTERESTS#	11,023,678J	32.50
CHANDLER, OTIS FAMILY (140967)		
BABCOCK, GWENDOLYN GARLAND (15490)		
FROST, CAMILLA CHANDLER & FAMILY (65436)		
ERBURU, ROBERT F (32529)		
CHANDLER TRUSTS (5628644)		
CHANDIS SECURITIES CO (4840716)		
PFAFFINGER FOUNDATION (301876)		
2 MORGAN (J P) & CO INC<	1,591,000	4.69
3 CAPITAL GROUP INC	1,353,000	3.98
CAPITAL GUARDIAN TRUST CO (743000)		
CAPITAL RES & MNGT/FUNDS-COMBINED (610000)		
4 MELLON NATIONAL CORP	944,000	2.78
5 TIAA-CREF	830,000	2.44
COLLEGE RETIREMENT EQUITIES FUND (830000)		
6 TRUST CO OF THE WEST	466,100	1.37
T C W ASSET MANAGEMENT CO (466100)		
7 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	450,000	1.32
8 MARSH & MCLENNAN COS INC<	420,000	1.23
PUTNAM MNGT/FUNDS-COMBINED (420000)		
9 U S TRUST CORP	413,410	1.21
10 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	405,000	1.19
11 DODGE & COX INC*	378,400	1.11
12 STEIN ROE & FARNHAM*	371,176	1.09
13 BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	314,800	.92
14 ATLANTA CAPITOL CORP	290,300	.85
15 REPUBLIC OF TEXAS CORP<	287,566	.84
16 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	286,700	.84
17 CORP OF CHURCH OF JESUS CHRIST (MORMONS)	260,000	.76
18 SCUDDER STEVENS & CLARK CO*	253,277	.74
19 GENERAL ELECTRIC CO	250,000	.73
ELFUN TRUSTS (150000)		
GENERAL ELECTRIC PENSION TRUST (100000)		
20 EQUITABLE LIFE ASSUR SOCIETY OF US	249,900	.73
21 NEW ENGLAND MUTUAL LIFE INSUR CO	246,596	.72
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (246596)		
22 STANFORD UNIVERSITY	245,828G	.72
23 AETNA LIFE & CASUALTY CO	239,400H	.70
AETNA INSUR COS/FDS-COMBINED (239400)		
24 GUGGENHEIM FAMILY INTERESTS	236,994	.69
GUGGENHEIM (FRANK HENRY) FOUNDATION (76500)		
LAWSON-JOHNSTON, PETER O (160494)		
25 TEXAS TEACHERS RETIR SYSTEM	233,700	.68
26 MIDLAND BANK GROUP< (ENGLAND)	217,345	.64
CROCKER NATIONAL CORP (217345)		
27 SAVINGS BANKS TRUST CO	213,400	.62
28 MASSACHUSETTS FINANCIAL SERVICES INC*	200,000	.58
29 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	180,000J	.53
30 MANUFACTURERS HANOVER CORP<	158,880	.46
EDIE (LIONEL D) & CO INC (158880)		
31 DETROITBANK CORP	148,775	.43
32 GEICO CORP	147,000	.43
33 ANGELES CORP	145,200	.42
FIRST PACIFIC ADVISORS INC* (145200)		
34 KIRBY FAMILY GROUP-ALLEGHANY CORP<	145,000	.42
ALLEGHANY CORP (145000)		
35 GENERAL AMERICAN INVESTORS CO INC	143,200	.42
36 MC MORGAN & CO	140,800	.41
37 NEW YORK STATE COMMON RETIREMENT FUND	140,000H	.41
38 WELLS FARGO & CO	138,790	.40
39 SAFECO CORP<	132,000	.38
SAFECO INSUR COS & FDS-COMBINED (132000)		
40 NATIONAL DETROIT CORP	118,330	.34

TIMES MIRROR - CONTINUED

Principal Stockholders	Shares	%
41 HELLER (WALTER E) INTERNATIONAL CORP	116,364	.34
AMERICAN NATL BK & TR CO/CHICAGO (116364)		
42 WESTERN BANCORPORATION<	114,552	.33
43 LAZARD FRERES & CO	112,900	.33
44 NEW YORK CITY COMPTROLLER'S OFFICE	111,900	.32
45 TEXAS PERMANENT SCHOOL FUND	90,000	.26
46 BATTERYMARCH FINANCIAL MNGT CORP	73,000	.21
47 BANKERS TRUST NEW YORK CORP	71,820	.21
48 NEW AMERICA FUND INC	71,000	.20
49 EATON & HOWARD VANCE SANDERS INC	70,236	.20
EATON & HOWARD VANCE/FDS-COMB (70236)		
50 CONNECTICUT STATE TRUST FUND	65,000J	.19
TOTALS	25,306,317	74.62%

TOP 5 CONTROL 46.42% OF STOCK TOP 15 CONTROL 57.61% OF STOCK
TOP 10 CONTROL 52.77% OF STOCK TOP 20 CONTROL 61.44% OF STOCK

TIMKEN

(SHARES O/S: 11,204,000)

Principal Stockholders	Shares	%
1 TIMKEN FAMILY INTERESTS#	2,725,362J	24.32
TIMKEN, W R JR (1993004)		
TIMKEN, W R (577848)		
TIMKEN, W J (69642)		
TOOT, J F JR (84868)		
2 AMERITRUST CO	704,790	6.29
3 BATTERYMARCH FINANCIAL MNGT CORP	315,400	2.81
4 BRUNDAGE STORY & ROSE	268,805	2.39
5 MASSACHUSETTS FINANCIAL SERVICES INC*	230,000	2.05
6 PRUDENTIAL INSURANCE CO OF AM	200,400	1.78
PRUDENTIAL INSUR COS/FUNDS-COMB (200400)		
7 KIRBY FAMILY GROUP-ALLEGHANY CORP<	200,000	1.78
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (200000)		
8 TRANSAMERICA CORP<	152,800	1.36
TRANSAMERICA INSUR COS/FDS-COMB (152800)		
9 PIONEER GROUP INC	151,000	1.34
PIONEERING MNGT/FUNDS-COMB		
10 MASSACHUSETTS MUTUAL LIFE INSUR CO	132,200	1.17
MASS MUTUAL INSUR CO/FUNDS-COMB (132200)		
11 THORDIKE DORAN PAINE & LEWIS	112,200	1.00
THORNDIKE-WELLINGTON FUNDS-COMB (112200)		
12 WISCONSIN INVESTMENT BOARD	111,200	.99
13 MILLER ANDERSON & SHERRERD	108,720	.97
14 CHASE MANHATTAN CORP	104,040	.92
15 MORGAN (J P) & CO INC<	101,000	.90
16 MELLON NATIONAL CORP	85,805	.76
17 MERCANTILE BANKSHARES CORP<	83,071	.74
18 BANKERS TRUST NEW YORK CORP	68,580	.61
19 WESTERN BANCORPORATION<	68,442	.61
20 FIRST MANHATTAN CO	59,648	.53
21 ROULSTON & CO INC	49,720	.44
22 WELLS FARGO & CO	46,473	.41
23 CONNECTICUT NATIONAL BANK	44,126	.39
24 DETROITBANK CORP	42,895	.38
25 HELLER (WALTER E) INTERNATIONAL CORP	37,300	.33
AMERICAN NATL BK & TR CO/CHICAGO (37300)		
26 SOCIETY CORP	36,385	.32
27 DUPONT FAMILY INTERESTS	35,783	.31
WILMINGTON TRUST CO (35783)		
28 UNION NATIONAL BK OF PITTSBURGH	30,029	.26
29 BANK OF NEW YORK CO INC	28,520	.25
30 NORTHERN TRUST CORP	27,510	.24
31 CONTINENTAL INVESTMENT CORP<	25,000	.22
UNITED FUNDS MANAGEMENT CORP* (25000)		
32 FIRST NATIONAL OF NEBRASKA INC	23,625	.21
33 CENTRAL BANCORP INC	22,713	.20
34 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	22,500	.20
TOTALS	6,456,044	57.62%

TOP 5 CONTROL 37.88% OF STOCK TOP 15 CONTROL 50.14% OF STOCK
TOP 10 CONTROL 45.34% OF STOCK TOP 20 CONTROL 53.40% OF STOCK

TOSCO

(SHARES O/S 22,537,000)

Principal Stockholders	Shares	%
1 APEX OIL CO	1,615,000J	7.16
2 GOOD, KENNETH M & ASSOCIATES	1,231,000	5.46
3 PRUDENTIAL INSURANCE CO OF AM	900,000	3.99
PRUDENTIAL INSUR COS/FUNDS-COMB (900000)		
4 STEIN ROE & FARNHAM*	604,000	2.68
5 WINSTON, MORTON M#	351,000J	1.55
6 SEARS ROEBUCK & CO	330,320	1.46
ALLSTATE INSUR COS/FDS-COMBINED (330320)		
7 NEUBERGER & BERMAN+	263,050	1.16
NEUBERGER & BER MNGT/FDS-COMBINED (263050)		
8 FORSTMANN-LEFF ASSOCIATES	259,800	1.15
9 LYON, JOHN D#	200,066J	.88
10 BROWN, THOMAS P#	195,000J	.86
11 TWEEDY, JOHN B & FAMILY#	156,587J	.69
12 SCOTT, ISADORE M & FAMILY#	143,960J	.63
13 OPPENHEIMER HOLDINGS INC+	135,000	.59
OPPENHEIMER FUNDS-COMBINED (135000)		
14 TALBOT, MATTHEW J#	133,011J	.59
15 FIDUCIARY TRUST CO OF NEW YORK	132,160	.58
FIDUCIARY TRUST/FUNDS-COMBINED (132160)		
16 WHITCOMBE, JOHN A#	105,390J	.46
17 CHEQUER, JOHN H#	95,250J	.42
18 MASSACHUSETTS FINANCIAL SERVICES INC*	95,200	.42
19 LEHMAN BROTHERS KUHN LOEB INC	73,446	.32
20 SHEARSON LOEB RHOADES INC<	70,400	.31
SHEARSON MNGR/FUNDS-COMBINED (70400)		
21 ALGEMENE BK NEDERLAND N V	70,000	.31
ABN TRUSTCO (CURACAO)		
ENERGY INTERNATIONAL NV (70000)		
22 SECURITY BENEFIT LIFE INSURANCE CO	65,000	.28
SECURITY MANAGEMENT CO INC* (65000)		
23 YARDUMIAN, LOUIS H#	63,280J	.28
24 BROWN, HARRY A#	61,000J	.27
25 KIRBY FAMILY GROUP-ALLEGHANY CORP<	60,000	.26
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (60000)		
26 MERRILL LYNCH & CO INC<	60,000	.26
MERRILL LYNCH ASSET MNGT CO INC* (60000)		
27 BOWMAN, R WALLACE#	60,000J	.26
28 TISCH FAMILY GROUP	60,000	.26
LOEWS CORP (60000)		
29 LANGDON, HARRY L#	60,000J	.26
30 FMR CORP	53,000	.23
FMR/FUNDS-COMBINED (53000)		
31 JURGENS, CHARLES F#	51,000J	.22
32 SASS (MARTIN D)	47,125	.20
33 AUGER, CAMILLA S#	45,000J	.19
34 SHORTZ, RICHARD A#	43,250J	.19
35 ROSENWALD (LESSING) ESTATE	42,000J	.18
TOTALS	7,930,295	35.18%

TOP 5 CONTROL 20.85% OF STOCK TOP 15 CONTROL 29.50% OF STOCK
TOP 10 CONTROL 26.39% OF STOCK TOP 20 CONTROL 31.45% OF STOCK

TRANE CO

(SHARES O/S 10,122,000)

Principal Stockholders	Shares	%
1 TRANE FAMILY INTERESTS#	1,285,860J	12.70
TRANE, FRANK HOOD (663928)		
HOOD, HELEN TRANE ESTATE (470404)		
TRANE, RUBEN JAMES (151528)		
2 STATE FARM MUTL AUTOMOBILE INSUR CO	700,800H	6.92
STATE FARM INSUR COS-COMBINED (700800)		
3 BANKERS TRUST NEW YORK CORP	481,620	4.75
4 UNITED STATES STEEL CORP	454,300	4.48
US STEEL & CARNEGIE PENSION TR (454300)		
5 WISCONSIN INVESTMENT BOARD	450,400	4.44
6 FIDUCIARY TRUST CO OF NEW YORK	314,400	3.10
FIDUCIARY TRUST/FUNDS-COMBINED (314400)		
7 LORD ABBETT & CO*	300,000	2.96
8 SEARS ROEBUCK & CO	225,900	2.23
ALLSTATE INSUR COS/FDS-COMBINED (225900)		
9 NEUBERGER & BERMAN+	176,500	1.74
NEUBERGER & BER MNGT/FDS-COMBINED (176500)		
10 AMERICAN EXPRESS CO<	176,200	1.74
AMERICAN EXP INSUR COS-COMBINED (176200)		
11 HARRIS BANKCORP INC	133,000	1.31
TRANE - CONTINUED		
12 INTER-REGIONAL FINANCIAL CORP	128,550	1.27
INVESTMENT ADVISERS INC (128550)		
13 NORTHERN TRUST CORP	118,942	1.17
14 NATIONAL DETROIT CORP	114,420	1.13
15 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	105,000H	1.03
HARTFORD FIRE INSUR COS-COMBINED (105000)		
16 COMMONWEALTH EDISON CO	105,000	1.03
17 KRESGE FOUNDATION	100,000	.98
18 BEA ASSOCIATES INC	99,000	.97
19 MINARD, DONALD C#	94,768E	.93
20 EMPLOYERS MUTAL LIABILITY INSUR CO-WISCONSIN	84,800	.83
21 DREYFUS CORP*	67,200	.66
22 HELLER (WALTER E) INTERNATIONAL CORP	65,924	.65
AMERICAN NATL BK & TR CO/CHICAGO (65924)		
23 BROWN BROS HARRIMAN & CO	58,700	.57
24 FIRST NATIONAL OF NEBRASKA INC	51,850	.51
25 HANCOCK, THOMAS#	46,962J	.46
26 LINCOLN NATIONAL CORP<	45,100	.44
LINCOLN NATL INSUR/FDS-COMBINED (45100)		
27 MANUFACTURERS HANOVER CORP<	44,200	.43
28 SCHRODERS LTD< (ENGLAND)	41,450	.40
SCHRODER MNGR/FUNDS-COMBINED (41450)		
29 WELLS FARGO & CO	37,148	.36
30 CITICORP<	32,700	.32
31 CHEMICAL NEW YORK CORP	32,384	.31
32 WALL PATTERSON MCGREW & RICHARDS INC	27,800	.27
33 MICHIGAN, UNIVERSITY OF	25,638J	.25
34 NATIONWIDE MUTUAL INSUR CO	22,000H	.21
NATIONWIDE INSUR COS/FUNDS-COMB (22000)		
35 CAMPBELL, RICHARD J#	20,318J	.20
TOTALS	6,268,834	61.93%

TOP 5 CONTROL 33.32% OF STOCK TOP 15 CONTROL 51.03% OF STOCK
TOP 10 CONTROL 45.10% OF STOCK TOP 20 CONTROL 55.81% OF STOCK

TRW

(SHARES O/S 29,388,000)

Principal Stockholders	Shares	%
1 NATIONAL CITY CORP	4,330,000	14.73
TRW STOCK SAVINGS PL/23087 PCTS (3112830)		
2 CAPITAL GROUP INC	1,004,000	3.41
CAPITAL GUARDIAN TRUST CO (296000)		
CAPITAL RES & MNGT/FUNDS-COMBINED (708000)		
3 GENERAL ELECTRIC CO	565,000	1.92
GENERAL ELECTRIC PENSION TRUST (565000)		
4 ROWE PRICE (T) & ASSOCIATES INC*	548,976	1.86
5 PRUDENTIAL INSURANCE CO OF AM	514,200	1.74
PRUDENTIAL INSUR COS/FUNDS-COMB (514200)		
6 BANK OF NEW YORK CO INC	409,638	1.39
7 NEW ENGLAND MUTUAL LIFE INSUR CO	402,830	1.37
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (402830)		
8 BROWN BROS HARRIMAN & CO	398,395	1.35
9 SEARS ROEBUCK & CO	386,300	1.31
ALLSTATE INSUR COS/FDS-COMBINED (386300)		
10 AMERITRUST CO	375,516	1.27
11 TEXAS TEACHERS RETIR SYSTEM	350,400	1.19
12 FIDUCIARY TRUST CO OF NEW YORK	309,773	1.05
FIDUCIARY TRUST/FUNDS-COMBINED (309773)		
13 TELEDYNE INC	299,200	1.01
TELEDYNE INSUR COS-COMBINED (299200)		
14 ROULSTON & CO INC	284,470	.96
15 HARRIS BANKCORP INC	257,000	.87
16 FIRST OKLAHOMA BANCORP INC	253,740	.86
17 FIDELCOR INC	238,025	.80
18 MANUFACTURERS HANOVER CORP<	215,703	.73
19 DUPONT FAMILY INTERESTS	197,403	.67
WILMINGTON TRUST CO (197403)		
20 CONTINENTAL ILLINOIS CORP	194,325	.66
21 NORTHERN TRUST CORP	193,474	.65
22 GATES RUBBER CO<	167,500	.56
FINANCIAL PROGRAMS INC* (167500)		
23 ROTHSCHILD (L F) UNTERBERG TOWBIN	166,000	.56
24 NEW ENGLAND MERCHANTS CO INC	161,300	.54
25 SCUDDER STEVENS & CLARK CO*	159,038	.54
26 METTLER, R F#	154,206J	.52
27 NATIONAL SECURITIES & RESEARCH CORP*	150,000	.51

TRW - CONTINUED

Principal Stockholders	Shares	%
28 AMERICAN EXPRESS CO<	145,000	.49
AMERICAN EXP INSUR COS-COMBINED (145000)		
29 LAZARD FRERES & CO	141,780	.48
30 LINCOLN FIRST BANKS INC	140,457	.47
31 PROVIDENT NATIONAL CORP<	131,486	.44
32 GIRARD CO	131,430	.44
33 RAMO, S#	121,174J	.41
34 NEUBERGER & BERMAN+	120,000	.40
NEUBERGER & BER MNGT/FDS-COMBINED (120000)		
35 WELLS FARGO & CO	108,053	.36
36 MORGAN (J P) & CO INC<	106,000	.36
37 TEXAS PERMANENT SCHOOL FUND	105,400	.35
38 FIRST CHICAGO CORP<	101,001	.34
39 HELLER (WALTER E) INTERNATIONAL CORP	99,850	.33
AMERICAN NATL BK & TR CO/CHICAGO (99850)		
40 PACE, STANLEY C#	99,000J	.33
41 CBT CORP	97,419	.33
42 INA CORP<	96,500	.32
INA INSUR COS/FDS-COMBINED (96500)		
43 CITICORP<	95,080	.32
44 NEW YORK CITY COMPTROLLER'S OFFICE	93,800	.31
45 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	90,000	.30
46 PEW FAMILY INTERESTS	88,450	.30
47 WRIGHT, J D	81,050A	.27
48 BATTERYMARCH FINANCIAL MNGT CORP	80,500	.27
49 ARIZONA STATE RETIREMENT SYSTEM	80,000J	.27
50 OPPENHEIMER HOLDINGS INC+	80,000	.27
OPPENHEIMER FUNDS-COMBINED (80000)		
51 EXXON CORP	79,400	.27
52 COLONIAL BANCORP INC (CONN)	79,144	.26
53 FIRST CITY BANCORP OF TEXAS INC	78,240	.26
54 HONG KONG & SHANGHAI BANKING CORP	77,405	.26
MARINE MIDLAND BANKS INC (77405)		
55 SBHU HOLDINGS INC	76,200	.25
56 FIFTH THIRD BANK	75,254	.25
57 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	75,200	.25
58 ILLINOIS MUNICIPAL RETIREMENT FUND	70,000	.23
59 COMMERCIAL UNION ASSUR CO LTD (ENG)	70,000	.23
COMMERCIAL UNION INVEST MNGT* (70000)		
60 CONNECTICUT STATE TRUST FUND	70,000J	.23
61 PRINCETON UNIVERSITY	70,000F	.23
62 WINTERS NATIONAL CORP	69,950	.23
63 WELCH & FORBES INC	69,927	.23
64 FINANCIAL GENERAL BANKSHARES INC	68,209	.23
65 MIDLAND BANK GROUP< (ENGLAND)	66,236	.22
CROCKER NATIONAL CORP (66236)		
66 WEBB, J SIDNEY#	66,000J	.22
67 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	66,000J	.22
68 SHEPARD, H A#	65,920J	.22
69 PITTSBURGH NATIONAL CORP	65,879	.22
70 SAROFIM (FAYEZ) & CO	63,421	.21
71 MELLON NATIONAL CORP	60,542	.20
72 STATE MTL LIFE ASSUR CO OF AMERICA	60,000	.20
STATE MTL LIFE INSUR/FDS-COMBINED (60000)		
73 ILLINOIS STATE BOARD OF INVESTMENT	55,000J	.18
TOTALS	16,717,769	56.88%

TOP 5 CONTROL 23.69% OF STOCK   TOP 15 CONTROL 35.51% OF STOCK
TOP 10 CONTROL 30.40% OF STOCK   TOP 20 CONTROL 39.25% OF STOCK

TYLER CORP

(SHARES O/S 9,812,000)

Principal Stockholders	Shares	%
1 FIRST INTERNATIONAL BANCSHARES INC	1,603,361	16.34
TYLER SAV & INV PL-4851 PCTS (1558791)		
2 MCKINNEY, JOSEPH F#	543,803J	5.54
3 DONALDSON LUFKIN & JENRETTE INC<	370,800	3.77
4 EAGLE MANAGEMENT & TRUST CO	346,000	3.52
5 BATTERYMARCH FINANCIAL MNGT CORP	246,700	2.51
6 LIBERTY NATIONAL CORP	179,300	1.82
LIBERTY NATL BK & TR CO OF OAKL (179300)		
7 PRUDENTIAL INSURANCE CO OF AM	160,600	1.63
PRUDENTIAL INSUR COS/FUNDS-COMB (160600)		
8 MEYER, FREDERICK R#	157,155J	1.60
9 EATON FINANCIAL SERVICES LTD (CANADA)	136,000	1.38
EATON FUND MANAGEMENT LTD*		
EATON BAY FUNDS-COMBINED (136000)		

TYLER - CONTINUED

Principal Stockholders	Shares	%
10 SECURITY BENEFIT LIFE INSURANCE CO	100,000	1.01
SECURITY MANAGEMENT CO INC* (100000)		
11 WARNER, JOHN A#	98,666J	1.00
12 KLINE, DWAINE C#	65,093J	.66
13 WASHINGTON DEPT OF RETIREMENT SYSTEMS	62,500	.63
14 SMITH, HOWARD D#	52,137J	.53
15 UTAH STATE RETIREMENT FUND	50,000	.50
16 U S TRUST CORP	48,600	.49
17 CORN, IRA G JR#	46,000J	.46
18 MERCANTILE TEXAS CORP	44,000	.44
19 THURSTON, D J, JR#	34,575J	.35
20 OBRIEN, NEIL J#	30,008J	.30
21 CUMBERLAND ASSOCIATES	28,600	.29
22 FLA ASSET MANAGEMENT INC	26,500	.27
23 COLSON, MAX E#	24,000J	.24
24 STEIN ROE & FARNHAM*	22,500	.22
25 WESTERN BANCORPORATION<	19,900	.20
TOTALS	4,496,798	45.82%

TOP 5 CONTROL 31.70% OF STOCK   TOP 15 CONTROL 42.52% OF STOCK
TOP 10 CONTROL 39.17% OF STOCK   TOP 20 CONTROL 4[illegible].59% OF STOCK

UNION CAMP

(SHARES O/S 24,289,000)

Principal Stockholders	Shares	%
1 TIAA-CREF	1,209,000	4.97
COLLEGE RETIREMENT EQUITIES FUND (1209000)		
2 CAPITAL GROUP INC	990,100	4.07
CAPITAL GUARDIAN TRUST CO (915100)		
CAPITAL RES & MNGT/FUNDS-COMBINED (75000)		
3 MELLON NATIONAL CORP	868,943	3.57
4 PRUDENTIAL INSURANCE CO OF AM	550,400	2.26
PRUDENTIAL INSUR COS/FUNDS-COMB (550400)		
5 CONTINENTAL CORP<	550,000	2.26
CONTINENTAL CORP/INSUR COS-COMB (550000)		
6 BRUNDAGE STORY & ROSE	522,475	2.15
7 MANUFACTURERS HANOVER CORP<	510,184	2.10
8 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	466,900	1.92
9 COOKE & BIELER INC	422,200	1.73
10 LORD ABBETT & CO*	418,500	1.72
11 LAZARD FRERES & CO	364,800	1.50
12 UNITED STATES STEEL CORP	359,100	1.47
US STEEL & CARNEGIE PENSION TR (359100)		
13 BANKERS TRUST NEW YORK CORP	332,290	1.36
14 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	321,600	1.32
15 EQUITABLE LIFE ASSUR SOCIETY OF US	286,600	1.17
16 FIRST NATIONAL STATE BANCORP	255,883	1.05
UNION CAMP SALARIED ESOP-4548 (144646)		
17 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	242,600	.99
18 VIRGINIA NATIONAL BANKSHARES INC	235,437	.96
19 FIRST & MERCHANTS CORP	207,638	.85
20 MORGAN (J P) & CO INC<	206,000	.84
21 BROWN BROS HARRIMAN & CO	194,280	.79
22 METROPOLITAN LIFE INSURANCE CO	182,240H	.75
23 NEW JERSEY DIVISION OF INVESTMENTS	170,000J	.69
24 MINNESOTA STATE BOARD OF INVESTMENT	168,300G	.69
25 FIDUCIARY TRUST CO OF NEW YORK	155,462	.64
FIDUCIARY TRUST/FUNDS-COMBINED (155462)		
26 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	150,000J	.61
27 SELIGMAN (J & W) & CO+	150,000	.61
SELIGMAN/FUNDS-COMBINED (150000)		
28 ROWE PRICE (T) & ASSOCIATES INC*	146,994	.60
29 RAY, JOHN E 3RD & ASSOC#	141,838J	.58
30 NEW YORK STATE COMMON RETIREMENT FUND	139,600H	.57
31 BATTERYMARCH FINANCIAL MNGT CORP	138,300	.56
32 NEW YORK LIFE INSURANCE CO	133,000	.54
33 DETROITBANK CORP	132,227	.54
34 SHEARSON LOEB RHOADES INC<	127,250	.52
BOSTON CO INC (127250)		
35 AMERICAN SECURITY CORP (D C)	123,186J	.50
36 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	120,250G	.49
37 NATIONAL DETROIT CORP	118,259	.48
38 WRIGHT INVESTORS' SERVICE	117,330	.48
39 SWISS REINSURANCE CO (SWITZERLAND)	116,000	.47
40 TEXAS, UNIVERSITY OF	114,900	.47
41 AETNA LIFE & CASUALTY CO	110,000	.45
AETNA INSUR COS/FDS-COMBINED (110000)		

UNION CAMP - CONTINUED

Principal Stockholders	Shares	%
42 WELLS FARGO & CO	104,997	.43
43 DREYFUS CORP*	100,000	.41
44 ILLINOIS STATE UNIVERSITIES RETIR SYSTEM	99,000	.40
45 ROYAL INSURANCE CO LTD (ENGLAND) ROYAL INSURS COS-COMBINED (90000)	90,000	.37
46 CHEMICAL NEW YORK CORP	85.580	.35
47 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (83603)	83,603	.34
48 CHASE MANHATTAN CORP	83,374	.34
49 STATE STREET BOSTON CORP	73,851	.30
50 SOROS FUND MANAGEMENT INC	70,900	.29
51 THORDIKE DORAN PAINE & LEWIS , THORNDIKE-WELLINGTON FUNDS-COMB (67650)	67,650	.27
52 TEXAS TEACHERS RETIR SYSTEM	66,100	.27
53 PIONEER GROUP INC PIONEERING MNGT/FUNDS-COMB	65,100	.26
54 GENERAL REINSURANCE CORP	63,300	.26
55 GENERAL ACCID FIRE & LIFE INSUR (ENG) GENERAL ACCID INSUR COS-COMBINED (63000)	63.000H	.25
56 MIDLAND BANK GROUP< (ENGLAND) CROCKER NATIONAL CORP (60921)	60,921	.25
57 PRINCETON UNIVERSITY	60.000F	.24
58 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	59,985	.24
59 SEARS ROEBUCK & CO ALLSTATE INSUR COS/FDS-COMBINED (58900)	58,900	.24
60 COMMONWEALTH EDISON CO	58,700	.24
61 FMR CORP FIDELITY MNGT & RESEARCH CO* (53000)	53,000	.21
62 BANK OF NEW YORK CO INC	52,284	.21
63 GENERAL MOTORS CORP MOTORS INSURANCE CORP (49200)	49,200J	.20
TOTALS	13,839,511	56.97%

TOP 5 CONTROL 17.16% OF STOCK TOP 15 CONTROL 33.64% OF STOCK
TOP 10 CONTROL 26.79% OF STOCK TOP 20 CONTROL 38.37% OF STOCK

UNION CARBIDE

(SHARES O/S 65,947,000)

Principal Stockholders	Shares	%
1 MANUFACTURERS HANOVER CORP< UNION CARBIDE SAV PL-63635 PCTS (1227131) EDIE (LIONEL D) & CO INC (464611)	2,177,824	3.30
2 LORD ABBETT & CO*	1,481,581	2.24
3 PRUDENTIAL INSURANCE CO OF AM PRUDENTIAL INSUR COS/FUNDS-COMB (1270477)	1,270,477	1.92
4 MORGAN (J P) & CO INC< (954806) MORGAN GUARANTY TRUST CO OF NY MORGAN GUARANTY FUNDS-COMBINED (171194)	1,126,000	1.70
5 STATE FARM MUTL AUTOMOBILE INSUR CO- STATE FARM INSUR COS-COMBINED (1005334)	1,005,334H	1.52
6 TIAA-CREF COLLEGE RETIREMENT EQUITIES FUND (932287)	932,287	1.41
7 BANKERS TRUST NEW YORK CORP	714,448	1.08
8 CONTINENTAL CORP< CONTINENTAL CORP/INSUR COS-COMB (667829)	667,829	1.01
9 CAPITAL GROUP INC CAPITAL GUARDIAN TRUST CO (645600)	645,600	.97
10 DELAWARE MANAGEMENT CO INC*	605,887	.91
11 THORDIKE DORAN PAINE & LEWIS THORNDIKE-WELLINGTON FUNDS-COMB (590201)	590,201	.89
12 PROVIDENT NATIONAL CORP<	585,469	.88
13 WELLS FARGO & CO	562,666	.85
14 NORTHERN TRUST CORP	520,692	.78
15 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	482,725	.73
16 NEW YORK STATE TEACHERS RETIR FUND	444,604	.67
17 CONTINENTAL INVESTMENT CORP< WADDELL & REED FDS-COMBINED (390169)	390,169	.59
18 FMR CORP FIDELITY MNGT & RESEARCH CO* (380570)	380,570	.57
19 BATTERYMARCH FINANCIAL MNGT CORP	364,462	55
20 AMERITRUST CO	351,044	.53
21 LAZARD FRERES & CO	343,086	.52
22 FORD FOUNDATION	339,880	.51
23 GIRARD CO	336,998	.51
24 UNITED STATES STEEL CORP US STEEL & CARNEGIE PENSION TR (323125)	323,125	48
25 KIRBY FAMILY GROUP-ALLEGHANY CORP< INVESTORS DIVERSIFIED SER INC* IDS FUNDS-COMBINED (303600)	303,600	.46
26 CHEMICAL NEW YORK CORP	272,139	.41
27 ROBECO (HOLLAND)	260,000H	.39
28 HELLER (WALTER E) INTERNATIONAL CORP AMERICAN NATL BK & TR CO/CHICAGO (259287)	259,287	.39
29 CHASE MANHATTAN CORP	257,063	.38
30 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	244,000	.36
31 FIRST KENTUCKY NATL CORP	241,849	.36
32 CONTINENTAL ILLINOIS CORP	231,173	.35
33 UNITED BANKS OF COLORADO INC	207,707	.31
34 LINCOLN FIRST BANKS INC	203,974	.30
35 JOHN HANCOCK MUTUAL LIFE INSUR CO JOHN HANCOCK/FUNDS-COMBINED (202442)	202.442	.30
36 TEMPLETON (JOHN M) FAMILY INTERESTS TEMPLETON INVEST CNSL LTD* (CAN) (191600)	191,600	.29
37 HONG KONG & SHANGHAI BANKING CORP MARINE MIDLAND BANKS INC (189026)	189,026	.28
38 MANNING & NAPIER ADVISORS INC	184,667	.28
39 TEXAS PERMANENT SCHOOL FUND	178,800	.27
40 SECURITY PACIFIC CORP<	178,064	.27
41 WESTERN BANCORPORATION<	175,865	.26
42 MINNESOTA STATE BOARD OF INVESTMENT	175,700G	.26
43 SCUDDER STEVENS & CLARK CO*	174,195	.26
44 BANKAMERICA CORP<	166,175	.25
45 MARSH & MCLENNAN COS INC< PUTNAM MNGT/FUNDS-COMBINED (150800)	150,800	.22
46 SELIGMAN (J & W) & CO+ SELIGMAN/FUNDS-COMBINED (150000)	150,000	.22
47 NEW YORK STATE COMMON RETIREMENT FUND	150,000H	.22
48 FIRESTONE TIRE & RUBBER CO FIRESTONE TIRE & RUBBER PEN FUND (149518)	149,318	.22
49 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	148,175J	.22
50 FIRST ATLANTA CORP	138,313	.20
51 BRUNDAGE STORY & ROSE	138,196	.20
52 FIRST PENNSYLVANIA CORP	136,888	.20
53 TEXAS, UNIVERSITY OF	135,900	.20
54 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	124,801G	.18
TOTALS	22,362,875	33.91%

TOP 5 CONTROL 10.70% OF STOCK TOP 15 CONTROL 20.27% OF STOCK
TOP 10 CONTROL 16.11% OF STOCK , TOP 20 CONTROL 23.20% OF STOCK

UNION OIL CO OF CALIFORNIA

(SHARES O/S: 173,501,000)

Principal Stockholders	Shares	%
1 SECURITY PACIFIC CORP< UNION OIL PROF SHARING PL/12031 (9726804) UNION OIL ESOP/13948 PCTS (1105988)	11,513,502	6.63
2 MURDOCK, DAVID H FAMILY INTERESTS PACIFIC HOLDING CORP (3308840)	3,308,840F	1.90
3 MANUFACTURERS HANOVER CORP< (1319248) EDIE (LIONEL D) & CO INC (1219321)	2,538,569	1.46
4 MARSH & MCLENNAN COS INC< PUTNAM MNGT/FUNDS-COMBINED (2159820)	2,159,820	1.24
5 ROWE PRICE (T) & ASSOCIATES INC*	1,935,184	1.11
6 DUPONT FAMILY INTERESTS DU PONT (E I) DE NEMOURS & CO INC (1900000)	1,900,000	1.09
7 PIONEER GROUP INC PIONEERING MNGT/FUNDS-COMB	1,513,700	.87
8 GENERAL ELECTRIC CO GENERAL ELECTRIC PENSION TRUST (1450800)	1,450,800	.83
9 EQUITABLE LIFE ASSUR SOCIETY OF US	1,330,800	.76
10 TRUST CO OF THE WEST T C W ASSET MANAGEMENT CO (1212700)	1,212,700	.69
11 CAPITAL GROUP INC CAPITAL RES & MNGT/FUNDS-COMBINED (1185000)	1,185,000	.68
12 BRUNDAGE STORY & ROSE	1,182,512	.68
13 SCUDDER STEVENS & CLARK CO*	1,121,244	.64
14 CITICORP<	1,089,780	.62
15 WELLS FARGO & CO	1,049,174	.60
16 BANKAMERICA CORP<	1,019,363	.58
17 BANK OF NEW YORK CO INC	993,848	.57
18 NEW YORK STATE TEACHERS RETIR FUND	963,200	55
19 OHIO STATE TEACHERS RETIR SYSTEM	919,600	53

Principal Stockholders	Shares	%
UNION OIL OF CALIFORNIA - CONTINUED		
20 STATE FARM MUTL AUTOMOBILE INSUR CO	900,000H	.51
STATE FARM INSUR COS-COMBINED (900000)		
21 BANKERS TRUST NEW YORK CORP	857,228	.49
22 MASSACHUSETTS FINANCIAL SERVICES INC*	850,000	.48
23 DODGE & COX INC*	840,189	.48
24 NEW YORK STATE COMMON RETIREMENT FUND	820,000H	.47
25 BANKERS LIFE CO	760,200	.43
26 NATIONAL CITY CORP	760,000	.43
27 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	748,000	.43
28 MIDLAND BANK GROUP< (ENGLAND)	700,674	.40
CROCKER NATIONAL CORP (700674)		
29 FIRST INTERNATIONAL BANCSHARES INC	684,611	.39
30 HARRIS BANKCORP INC	667,000	.38
31 SELIGMAN (J & W) & CO+	612,143	.35
SELIGMAN/FUNDS-COMBINED (612143)		
32 DOHENY, WILLIAM H#	603,994	.34
33 TELEDYNE INC	603,400	.34
TELEDYNE INSUR COS-COMBINED (603400)		
34 DREYFUS CORP*	600,000	.34
35 SAROFIM (FAYEZ) & CO	599,856	.34
36 NEW ENGLAND MUTUAL LIFE INSUR CO	587,307	.33
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (587307)		
37 WESTERN BANCORPORATION<	582,832	.33
38 NEUBERGER & BERMAN+	580,677	.33
NEUBERGER & BER MNGT/FDS-COMBINED (580677)		
39 HELLER (WALTER E) INTERNATIONAL CORP	578,536	.33
AMERICAN NATL BK & TR CO/CHICAGO (578536)		
40 U S TRUST CORP	574,047	.33
41 UNITED STATES STEEL CORP	573,200	.33
US STEEL & CARNEGIE PENSION TR (573200)		
42 CHEMICAL NEW YORK CORP	567,016	.32
43 MORGAN (J P) & CO INC<	565,000	.32
44 STEIN ROE & FARNHAM*	488,058	.28
45 KIRBY FAMILY GROUP-ALLEGHANY CORP<	476,500	.27
ALLEGHANY CORP (476500)		
46 NEW YORK CITY COMPTROLLER'S OFFICE	475,600	.27
47 MARYLAND STATE RETIREMENT SYSTEMS	460,000	.26
48 LEHMAN BROTHERS KUHN LOEB INC	420,000	.24
LEHMAN MANAGEMENT CO INC* (420000)		
49 PRUDENTIAL INSURANCE CO OF AM	404,400	.23
PRUDENTIAL INSUR COS/FUNDS-COMB (404400)		
50 CONTINENTAL ILLINOIS CORP	402,802	.23
51 TRAVELERS CORP<	400,400	.23
TRAVELERS/KEYSTONE FUNDS-COMBINED (400400)		
52 CONNECTICUT GENERAL INSURANCE CORP	389,500	.22
CONN GENL INSUR COS/FDS-COMBINED (389500)		
53 FMR CORP	387,000	.22
FIDELITY MNGT & RESEARCH CO* (387000)		
54 AMERITRUST CO	383,952	.22
55 BATTERYMARCH FINANCIAL MNGT CORP	369,900	.21
56 HARVARD UNIVERSITY	362,990	.20
TOTALS	60,024,648	34.59%

TOP 5 CONTROL 12.36% OF STOCK TOP 15 CONTROL 19.87% OF STOCK
TOP 10 CONTROL 16.63% OF STOCK TOP 20 CONTROL 22.64% OF STOCK

UNION PACIFIC

(SHARES O/S: 95,442,000)

Principal Stockholders	Shares	%
1 PRUDENTIAL INSURANCE CO OF AM	2,044,600	2.14
PRUDENTIAL INSUR COS/FUNDS-COMB (2044600)		
2 HARRIMAN FAMILY INTERESTS#	2,001,270J	2.09
GERRY, ELBRIDGE T & ASSOC (1493590)		
LOVETT, ROBERT A (30000)		
HARRIMAN, E ROLAND-DECEASED (477680)		
3 EQUITABLE LIFE ASSUR SOCIETY OF US	1,686,400	1.76
4 MELLON NATIONAL CORP	1,439,088	1.50
5 CITICORP<	1,414,144	1.48
UNION PACIFIC THRIFT PL-4000 PCT (261383)		
6 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1,384,050	1.45
BANK OF CALIFORNIA NA (1384050)		
7 MORGAN (J P) & CO INC<	1,272,000	1.33
8 CALIFORNIA, UNIVERSITY OF	1,152,793	1.20
9 BANKAMERICA CORP<	1,099,851	1.15
10 MANUFACTURERS HANOVER CORP<	1,079,631	1.13
11 ROWE PRICE (T) & ASSOCIATES INC*	823,840	.86
12 CHEMICAL NEW YORK CORP	819,791	.85

Principal Stockholders	Shares	%
UNION PACIFIC - CONTINUED		
13 NEW YORK STATE COMMON RETIREMENT FUND	752,000H	.78
14 NEW JERSEY DIVISION OF INVESTMENTS	710,000J	.74
15 KIRBY FAMILY GROUP-ALLEGHANY CORP<	709,050	.74
ALLEGHANY CORP (439050)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (270000)		
16 HOSPITAL TRUST CORP	649,737	.68
17 BANK OF NEW YORK CO INC	648,101	.67
18 KEMPER FAMILY GROUP	579,000	.60
KEMPER INSUR COS/FDS-COMBINED (579000)		
19 DUPONT FAMILY INTERESTS	578,000	.60
DU PONT (E I) DE NEMOURS & CO INC (578000)		
20 DONALDSON LUFKIN & JENRETTE INC<	572,300	.59
21 TEXAS PERMANENT SCHOOL FUND	569,200	.59
22 SCHRODERS LTD< (ENGLAND)	565,868	.59
SCHRODER MNGR/FUNDS-COMBINED (565868)		
23 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	558,000	.58
24 NEW YORK CITY COMPTROLLER'S OFFICE	557,600	.58
25 BETHLEHEM STEEL CORP	548,000	.57
BETHLEHEM STEEL CORP PENSION PL (548000)		
26 WESTERN BANCORPORATION<	543,739	.56
27 MARSH & MCLENNAN COS INC<	531,800	.55
PUTNAM MNGT/FUNDS-COMBINED (531800)		
28 NORTHERN TRUST CORP	530,401	.55
29 U S TRUST CORP	524,919	.54
30 TRAVELERS CORP<	513,050	.53
TRAVELERS/KEYSTONE FUNDS-COMBINED (513050)		
31 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	486,000	.50
32 FIRST UNION BANCORP	460,542	.48
33 BANKERS TRUST NEW YORK CORP	451,602	.47
34 SAROFIM (FAYEZ) & CO	426,970	.44
35 WELLS FARGO & CO	417,056	.43
36 SCUDDER STEVENS & CLARK CO*	413,230	.43
37 ROBECO (HOLLAND)	400,000H	.41
38 FORD FOUNDATION	400,000	.41
39 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	368,000	.38
AM INTERNL INSUR COS-COMBINED (368000)		
40 LAZARD FRERES & CO	360,660	.37
41 HARRIS BANKCORP INC	360,000	.37
42 HELLER (WALTER E) INTERNATIONAL CORP	326,924	.34
AMERICAN NATL BK & TR CO/CHICAGO (326924)		
43 MINNESOTA STATE BOARD OF INVESTMENT	324,600G	.34
44 ROSENBERG CAPITAL MANAGEMENT	313,100	.32
45 NEW ENGLAND MUTUAL LIFE INSUR CO	289,397	.30
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (289397)		
46 PENNSYLVANIA STATE EMPLOYEES RETIR SYSTEM	284,000	.29
47 STATE STREET BOSTON CORP	275,472	.28
48 MIDLAND BANK GROUP< (ENGLAND)	271,007	.28
CROCKER NATIONAL CORP (271007)		
49 FIDUCIARY TRUST CO OF NEW YORK	265,631	.27
FIDUCIARY TRUST/FUNDS-COMBINED (265631)		
50 EVANS, JAMES H#	260,116	.27
51 EATON & HOWARD-VANCE SANDERS INC	258,700	.27
EATON & HOWARD VANCE/FDS-COMB (258700)		
52 NEUBERGER & BERMAN+	252,252	.26
NEUBERGER & BER MNGT/FDS-COMBINED (252252)		
53 CONTINENTAL CORP<	248,000	.25
CONTINENTAL CORP/INSUR COS-COMB (248000)		
54 LINCOLN FIRST BANKS INC	243,774	.25
55 DODGE & COX INC*	236,909	.24
56 CONTINENTAL ILLINOIS CORP	232,926	.24
57 METROPOLITAN LIFE INSURANCE CO	223,500H	.23
58 NORTHWEST BANCORPORATION<	215,810	.22
NORTHWESTERN NATL BK MINNEAPOLIS (215810)		
59 FIRST SECURITY CORP	215,137	.22
60 MARINE BANCORP INC	213,268	.22
61 SECURITY PACIFIC CORP<	211,218	.22
62 ALGER (FRED) MANAGEMENT INC*	202,575	.21
63 FIRST NATIONAL BOSTON CORP	201,580	.21
64 TIAA-CREF	200,000	.20
COLLEGE RETIREMENT EQUITIES FUND (200000)		
65 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	200,000	.20
66 MUTUAL LIFE INSURANCE CO OF NY	196,000	.20
67 COOK, WILLIAM S#	182,875	.19
TOTALS	37,747,054	39.54%

UNION PACIFIC - CONTINUED

TOP 5 CONTROL 8.99% OF STOCK TOP 15 CONTROL 19.26% OF STOCK
TOP 10 CONTROL 15.26% OF STOCK TOP 20 CONTROL 22.43% OF STOCK

UNIROYAL

(SHARES O/S 26,567,000)

Principal Stockholders	Shares	%
1 CHEMICAL NEW YORK CORP	2,283,449	8.59
UNIROYAL SAL EMP SAV PL/3437 (1877937)		
UNIROYAL TRASOP-7791 PCTS (80370)		
2 OPPENHEIMER HOLDINGS INC+	894,400	3.36
OPPENHEIMER FUNDS-COMBINED (894400)		
3 LORD ABBETT & CO*	273,000	1.02
4 BERNHARD (ARNOLD) & CO INC*	200,000	.75
VALUE LINE MNGR/FUNDS-COMBINED (200000)		
5 CUMBERLAND ASSOCIATES	135,000	.50
6 CHARTER CO<	124,401	.46
FOUNDERS MNGR/FUNDS-COMBINED (124401)		
7 WELLS FARGO & CO	90,600	.34
8 BERETTA, DAVID#	59,242	.22
TOTALS	4,060,092	15.28%

TOP 5 CONTROL 14.25% OF STOCK TOP 15 CONTROL 15.28% OF STOCK
TOP 10 CONTROL 15.28% OF STOCK TOP 20 CONTROL 15.28% OF STOCK

UNITED BRANDS

(SHARES O/S 10,983,000)

Principal Stockholders	Shares	%
1 LINDNER FAMILY GROUP-AMERICAN FINANCIAL CORP<#	3,323,780	30.26
AMERICAN FIN INSUR COS-COMBINED (3323780)		
2 MILSTEIN, SEYMOUR & PAUL FAMILY INTERESTS#	1,503,154	13.68
3 FISHER, MAX M FAMILY & ASSOC#	780,494	7.10
4 STEINHARDT BERKOWITZ	682,900	6.21
5 DREXEL BURNHAM LAMBERT GROUP INC	522,470J	4.75
6 MORGAN (J P) & CO INC<	149,000	1.35
7 STEINHARDT, MICHAEL H & AFFILIATES	127,000	1.15
8 POLLOCK, LESTER & FAMILY#	101,200	.92
9 GULF UNITED CORP<	97,000	.88
GULF LIFE INSUR COS-COMBINED (97000)		
10 TAUBMAN, A ALFRED#	87,162	.79
11 MATHERS, WILLIAM H#	30,510	.27
12 SLOTKIN, HUGO#	28,526	.25
13 NEUBERGER & BERMAN+	25,900	.23
NEUBERGER & BER MNGT/FDS-COMBINED (25900)		
TOTALS	7,459,096	67.91%

TOP 5 CONTROL 62.03% OF STOCK TOP 15 CONTROL 67.91% OF STOCK
TOP 10 CONTROL 67.14% OF STOCK TOP 20 CONTROL 67.91% OF STOCK

UNITED MERCHANTS & MFRS

(SHARES O/S 5,927,000)

Principal Stockholders	Shares	%
1 ATZMON, MENACHEN J & RUSKIN, UZI (ISRAEL)	619,250	10.45
RUSKIN, UZI (5000)		
LIBORA CO (NETHERLANDS ANTILLES) (477150)		
PIRYON INVESTMENT TRUST (ISRAEL) (137100)		
2 BERTOGLIO, JOHN-LING, JAMES INTERESTS	228,034	3.84
MATRIX INC (228034)		
3 REICH & TANG INC	158,200	2.66
4 SCHWAB, MARTIN J & FAMILY#	118,064	1.99
5 SCOFIELD, MILTON N#	37,375	.63
6 SEARS ROEBUCK & CO	26,000	.43
ALLSTATE INSUR COS/FDS-COMBINED (26000)		
7 SHAPIRO, E DONALD & FAMILY#	14,000	.23
8 INTERFINANCIAL INC<	13,000H	.21
INTERFINANCIAL INSUR COS-COMBINED (13000)		
TOTALS	1,213,923	20.48%

TOP 5 CONTROL 19.58% OF STOCK TOP 15 CONTROL 20.48% OF STOCK
TOP 10 CONTROL 20.48% OF STOCK TOP 20 CONTROL 20.48% OF STOCK

UNITED STATES GYPSUM

(SHARES O/S 15,911,000)

Principal Stockholders	Shares	%
1 NORTHERN TRUST CORP	716,595	4.50
U S GYPSUM INVEST PL-4000 PCTS (274801)		

UNITED STATES GYPSUM - CONTINUED

Principal Stockholders	Shares	%
2 COOKE & BIELER INC	671,100	4.21
3 LORD ABBETT & CO*	655,360	4.11
4 CONTINENTAL CORP<	374,820	2.35
CONTINENTAL CORP/INSUR COS-COMB (374820)		
5 CHASE MANHATTAN CORP	368,698	2.31
6 FIRST UNION BANCORP	355,874	2.23
U S GYPSUM SUB INVEST PL-759 PCT (300652)		
7 TIAA-CREF	300,000	1.88
COLLEGE RETIREMENT EQUITIES FUND (300000)		
8 BATTERYMARCH FINANCIAL MNGT CORP	283,005	1.77
9 LEHMAN BROTHERS KUHN LOEB INC	230,000	1.44
LEHMAN MANAGEMENT CO INC* (230000)		
10 CAPITAL GROUP INC	215,000	1.35
CAPITAL RES & MNGT/FUNDS-COMBINED (215000)		
11 BECK MACK & OLIVER	200,383	1.25
12 DETROITBANK CORP	180,214	1.13
13 DELAWARE MANAGEMENT CO INC*	150,000	.94
14 CRUM & FORSTER<	138,600	.87
CRUM & FORSTER INSUR COS-COMBINED (138600)		
15 CITY INVESTING CO<	137,000	.86
HOME INSUR GROUP-COMBINED (137000)		
16 ROSENBERG CAPITAL MANAGEMENT	133,700	.84
17 AMERITRUST CO	130,728	.82
18 NEW ENGLAND MUTUAL LIFE INSUR CO	127,975	.80
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (127975)		
19 WELLS FARGO & CO	120,486	.75
20 CONTINENTAL INVESTMENT CORP<	100,400	.63
WADDELL & REED FDS-COMBINED (100400)		
21 UNITED STATES STEEL CORP	97,776	.61
US STEEL & CARNEGIE PENSION TR (97776)		
22 STATE MTL LIFE ASSUR CO OF AMERICA	81,600	.51
STATE MTL LIFE INSUR/FDS-COMBINED (81600)		
23 ARGUS RESEARCH CORP	81,000	.50
ARGUS INVESTORS COUNSEL INC (81000)		
24 CITICORP<	76,164	.47
25 SHUFRO ROSE & EHRMAN	74,988	.47
26 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	70,422	.44
BANK OF CALIFORNIA NA (70422)		
27 CITYTRUST BANCORP INC	64,890	.40
28 DETROIT RETIREMENT SYSTEM	63,100J	.39
29 HELLER (WALTER E) INTERNATIONAL CORP	55,536	.34
AMERICAN NATL BK & TR CO/CHICAGO (55536)		
30 FMR CORP	52,900	.33
FMR/FUNDS-COMBINED (52900)		
31 MERCANTILE BANCORPORATION INC	50,376	.31
32 DREYFUS CORP*	50,000	.31
33 FORSTMANN-LEFF ASSOCIATES	49,000	.30
34 SECURITY PACIFIC CORP<	46,469	.29
35 MORGAN, GRAHAM J#	44,431	.27
36 TEXAS, UNIVERSITY OF	42,992	.27
37 STATE NATIONAL CORP	42,300	.26
38 CHARTER CO<	41,650	.26
FOUNDERS MNGR/FUNDS-COMBINED (41650)		
39 FIRST CHICAGO CORP<	41,337	.25
40 FIRST & MERCHANTS CORP	37,664	.23
41 FIDELCOR INC	37,386	.23
42 COLORADO NATIONAL BANKSHARES INC	36,370	.22
TOTALS	6,828,284	42.91%

TOP 5 CONTROL 17.51% OF STOCK TOP 15 CONTROL 31.27% OF STOCK
TOP 10 CONTROL 26.21% OF STOCK TOP 20 CONTROL 35.13% OF STOCK

UNITED STATES STEEL

(SHARES O/S 86,367,000)

Principal Stockholders	Shares	%
1 UNITED STATES STEEL CORP	14,437,079	16.71
US STEEL & CARNEGIE PENSION TR (14437079)		
2 CAPITAL GROUP INC	1,601,900	1.85
CAPITAL GUARDIAN TRUST CO (1231900)		
CAPITAL RES & MNGT/FUNDS-COMBINED (370000)		
3 FMR CORP	1,430,000	1.65
FIDELITY MNGT & RESEARCH CO* (185000)		
FMR/FUNDS-COMBINED (1245000)		
4 BATTERYMARCH FINANCIAL MNGT CORP	1,240,300	1.43
5 MANUFACTURERS HANOVER CORP<	1,226,415	1.42
EDIE (LIONEL D) & CO INC (1226415)		

UNITED STATES STEEL - CONTINUED

Principal Stockholders	Shares	%
6 TIAA-CREF	1,000,000	1.15
COLLEGE RETIREMENT EQUITIES FUND (1000000)		
7 NEW YORK STATE TEACHERS RETIR FUND	970,250	1.12
8 TORRAY, CLARK & CO INC	911,600	1.05
9 LORD ABBETT & CO*	837,400	.96
10 DONALDSON LUFKIN & JENRETTE INC<	688,900	.79
11 CHASE MANHATTAN CORP	417,875	.48
12 ROBECO (HOLLAND)	402,000H	.46
13 WILMINGTON CAPITAL MNGT	329,750	.38
14 OHIO STATE TEACHERS RETIR SYSTEM	322,700	.37
15 FIRST INTERNATIONAL BANCSHARES INC	320,455	.37
16 WELLS FARGO & CO	317,098	.36
17 WASHINGTON DEPT OF RETIREMENT SYSTEMS	316,300	.36
18 HELLER (WALTER E) INTERNATIONAL CORP	281,696	.32
AMERICAN NATL BK & TR CO/CHICAGO (281695)		
19 UNITED BANKS OF COLORADO INC	236,097	.27
20 FRICK, DONALD K#	227,703	.26
21 NEW YORK STATE COMMON RETIREMENT FUND	216,400H	.25
22 WESTERN BANCORPORATION<	211,314	.24
23 FIRESTONE TIRE & RUBBER CO	200,000	.23
FIRESTONE TIRE & RUBBER PEN FUND (200000)		
24 COLUMBIA MANAGEMENT CO*	192,200	.22
25 BANKERS TRUST NEW YORK CORP	176,149	.20
26 RODERICK, DAVID M#	160,114M	.18
TOTALS	28,671,695	33.19%

TOP 5 CONTROL 23.08% OF STOCK TOP 15 CONTROL 30.26% OF STOCK
TOP 10 CONTROL 28.18% OF STOCK TOP 20 CONTROL 31.85% OF STOCK

UNITED TECHNOLOGIES

(SHARES O/S: 41,647,000)

Principal Stockholders	Shares	%
1 MORGAN (J P) & CO INC<	1,077,000	2.58
2 MANUFACTURERS HANOVER CORP<	668,386	1.60
EDIE (LIONEL D) & CO INC (668386)		
3 BANKERS TRUST NEW YORK CORP	545,286	1.30
UNITED TECHNOLOGIES & OTIS SUB EMPLOYEE SAVINGS PL-8165 PCTS (304094)		
UNITED TECHNOLOGIES CARRIER SUB EMP SAV & INVEST PL/5314 PCTS (76317)		
4 EQUITABLE LIFE ASSUR SOCIETY OF US	541,900	1.30
5 MARSH & MCLENNAN COS INC<	536,600	1.28
PUTNAM MNGT/FUNDS-COMBINED (536600)		
6 FIRST UNION BANCORP	462,569	1.11
7 PROBST, W E#	460,144	1.10
8 NEW YORK STATE TEACHERS RETIR FUND	451,200	1.08
9 TEXAS PERMANENT SCHOOL FUND	449,100	1.07
10 OMALLEY, P W#	427,738J	1.02
11 BROWN BROS HARRIMAN & CO	415,793	.99
12 PRUDENTIAL INSURANCE CO OF AM	406,700	.97
PRUDENTIAL INSUR COS/FUNDS-COMB (406700)		
13 CITICORP<	352,388	.84
14 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	346,700	.83
15 TIAA-CREF	319,200	.76
COLLEGE RETIREMENT EQUITIES FUND (319200)		
16 CAPITAL GROUP INC	312,400	.75
CAPITAL GUARDIAN TRUST CO (312400)		
17 FIRST INTERNATIONAL BANCSHARES INC	309,539	.74
18 NEW YORK STATE COMMON RETIREMENT FUND	305,000H	.73
19 MINNESOTA STATE BOARD OF INVESTMENT	296,500G	.71
20 ROBECO (HOLLAND)	275,000H	.66
21 THORDIKE DORAN PAINE & LEWIS	272,340	.65
THORNDIKE-WELLINGTON FUNDS-COMB (272340)		
22 CBT CORP	251,981	.60
23 AMERITRUST CO	240,938	.57
24 KEMPER FAMILY GROUP	240,200	.57
KEMPER INSUR COS/FDS-COMBINED (240200)		
25 WELLS FARGO & CO	226,775	.54
26 SHEARSON LOEB RHOADES INC<	226,628	.54
BOSTON CO INC (226628)		
27 LORD ABBETT & CO*	203,000	.48
28 MASSACHUSETTS FINANCIAL SERVICES INC*	200,000	.48
29 U S TRUST CORP	196,676	.47
30 MARYLAND STATE RETIREMENT SYSTEMS	195,000	.46
31 FMR CORP	193,888	.46
FIDELITY MNGT & RESEARCH CO* (193888)		
32 SCUDDER STEVENS & CLARK CO*	191,986	.46

UNITED TECHNOLOGIES - CONTINUED

Principal Stockholders	Shares	%
33 LINCOLN FINANCIAL CORP	191,535	.45
LINCOLN NATL BK & TR OF FT WAYNE (191535)		
34 GRAY, H J#	187,500	.45
35 FIRST BANK SYSTEM INC	179,106	.43
36 PROVIDENT NATIONAL CORP<	173,681	.41
37 METROPOLITAN LIFE INSURANCE CO	171,400H	.41
38 FIDUCIARY TRUST CO (BOSTON)	166,062	.39
39 NORTHERN TRUST CORP	164,650	.39
40 HELLER (WALTER E) INTERNATIONAL CORP	164,030	.39
AMERICAN NATL BK & TR CO/CHICAGO (164030)		
41 CAPITAL SUPERVISORS INC	158,900	.38
42 CHEMICAL NEW YORK CORP	153,223	.36
43 FIDELCOR INC	146,142	.35
44 HONG KONG & SHANGHAI BANKING CORP	140,505	.33
MARINE MIDLAND BANKS INC (140505)		
45 FORT WAYNE NATIONAL BK	128,614	.30
46 DETROITBANK CORP	123,784	.29
47 SCHRODERS LTD< (ENGLAND)	123,049	.29
SCHRODER MNGR/FUNDS-COMBINED (123049)		
48 WESTERN BANCORPORATION<	112,494	.27
49 FLORIDA STATE BOARD OF ADMINISTRATION	112,000	.26
50 NORTHEAST BANCORP INC (CONN)	108,418	.26
51 SUN LIFE ASSURANCE CO OF CANADA	106,500	.25
52 MC MORGAN & CO	105,800	.25
53 GIRARD CO	104,343	.25
54 NATIONAL INVESTMENT SER OF AMERICA INC	100,950	.24
55 COLORADO PUBLIC EMPLOYEES RETIR ASSOC	100,500	.24
56 ROTHSCHILD (L F) UNTERBERG TOWBIN	99,000	.23
57 COMMONWEALTH EDISON CO	97,600	.23
58 INTER-REGIONAL FINANCIAL CORP	97,400	.23
INVESTMENT ADVISERS INC (97400)		
59 CHARTER CO<	93,422	.22
FOUNDERS MNGR/FUNDS-COMBINED (93422)		
60 MIDLAND BANK GROUP< (ENGLAND)	89,941	.21
CROCKER NATIONAL CORP (89941)		
61 NATIONAL HEALTH & WELFARE MTL LIFE INSUR ASSO	87,200	.20
62 BATTERYMARCH FINANCIAL MNGT CORP	86,700	.20
63 UNITED VIRGINIA BANKSHARES INC	85,513	.20
TOTALS	15,558,517	37.35%

TOP 5 CONTROL 8.08% OF STOCK TOP 15 CONTROL 17.91% OF STOCK
TOP 10 CONTROL 13.49% OF STOCK TOP 20 CONTROL 21.51% OF STOCK

UNIVERSAL LEAF TOBACCO

(SHARES O/S: 9,031,000)

Principal Stockholders	Shares	%
1 BANK OF VIRGINIA CO	730,588	8.08
UNIVERSAL LEAF & SUBS EMPLOYEES STOCK PURCHASE PL/814 PCTS (730588)		
2 BROKAW CAPITAL MANAGEMENT CO INC	346,800	3.84
3 BENSON, EDWARD H#	182,433	2.02
4 WACHOVIA CORP	177,261	1.96
5 U S TRUST CORP	117,400	1.29
6 VIRGINIA NATIONAL BANKSHARES INC	114,164	1.26
7 POLLARD, FRED G#	96,000	1.06
8 HOBGOOD, ALFRED L JR#	88,973	.98
9 FIRST & MERCHANTS CORP	80,780	.89
10 CONTINENTAL GROUP INC<	79,000	.87
CONTINENTAL FINL SERVICES CO (79000)		
11 ANDRECOM ADVISORS CORP	77,900	.86
12 UNITED VIRGINIA BANKSHARES INC	72,488	.80
13 CRENSHAW, GORDON L#	51,282	.56
14 NORTHWEST BANCORPORATION<	49,600	.54
NORTHWESTERN NATL BK MINNEAPOLIS (49600)		
15 WESTERN BANCORPORATION<	46,450	.51
16 TOWERS, THOMAS R#	35,221	.39
17 ROSE, JOHN D JR	29,718C	.32
18 CHANDLER, WALLACE L#	27,341	.30
19 LAVERGE, JAN#	26,096	.28
20 CHARTER CO<	22,000	.24
FOUNDERS MNGR/FUNDS-COMBINED (22000)		
21 MORGAN (J P) & CO INC<	20,000	.22
22 DUPONT FAMILY INTERESTS	19,881	.22
WILMINGTON TRUST CO (19881)		
23 CHEMICAL NEW YORK CORP	19,750	.21
24 RICE HALL JAMES & ASSOCIATES	19,200	.21
25 AMERICAN SECURITY CORP (D C)	18,300J	.20

UNIVERSAL LEAF TOBACCO - CONTINUED

Principal Stockholders	Shares	%
26 WINFREE, WILLIAM A JR#	17,866	.19
TOTALS	2,566,492	28.41%

TOP 5 CONTROL 17.21% OF STOCK TOP 15 CONTROL 25.59% OF STOCK
TOP 10 CONTROL 22.29% OF STOCK TOP 20 CONTROL 27.14% OF STOCK

UPJOHN

(SHARES O/S 29,758,000)

Principal Stockholders	Shares	%
1 UPJOHN FAMILY INTERESTS#	7,439,500	25.00
PARFET, RAY T (605507)		
PARISH, PRESTON S (969400)		
GILMORE, JAMES S (38390)		
FAMILY TRUSTS & OTHER HOLDINGS (5826203)		
2 FIRST AMERICAN BANK CORP	2,225,401	7.47
FIRST NATL BANK & TRUST KALAMAZOO (93000)		
3 STATE STREET RESEARCH & MANAGEMENT CO*	984,440	3.30
4 PRUDENTIAL INSURANCE CO OF AM	978,200	3.28
PRUDENTIAL INSUR COS/FUNDS-COMB (978200)		
5 BANKAMERICA CORP<	795,640	2.67
6 ROWE PRICE (T) & ASSOCIATES INC*	672,950	2.26
7 MARSH & MCLENNAN COS INC<	565,000	1.89
PUTNAM MNGT/FUNDS-COMBINED (145800)		
EBERSTADT ASSET MNGT/FDS-COMBINED (419200)		
8 SCUDDER STEVENS & CLARK CO*	553,966	1.86
9 UNITED STATES STEEL CORP	524,900	1.76
US STEEL & CARNEGIE PENSION TR (524900)		
10 CONTINENTAL ILLINOIS CORP	504,100	1.69
11 THORDIKE DORAN PAINE & LEWIS	489,605	1.64
THORNDIKE-WELLINGTON FUNDS-COMB (489605)		
12 TEXAS PERMANENT SCHOOL FUND	442,000	1.48
13 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	390,000	1.31
14 DODGE & COX INC*	382,693	1.28
15 CONNECTICUT GENERAL INSURANCE CORP	355,700	1.19
CONN GENL INSUR COS/FDS-COMBINED (355700)		
16 OHIO STATE TEACHERS RETIR SYSTEM	345,500	1.16
17 VALLEY NATIONAL BANK OF ARIZONA	319,819	1.07
18 STATE FARM MUTL AUTOMOBILE INSUR CO	277,000H	.93
STATE FARM INSUR COS-COMBINED (277000)		
19 U S TRUST CORP	276,139	.92
20 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	274,450	.92
NEW COURT CAPITAL MNGT INC (274450)		
21 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	265,000G	.89
22 SELIGMAN (J & W) & CO+	265,000	.89
SELIGMAN/FUNDS-COMBINED (265000)		
23 AETNA LIFE & CASUALTY CO	264,200H	.88
AETNA INSUR COS/FDS-COMBINED (264200)		
24 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	259,800	.87
25 NEW JERSEY DIVISION OF INVESTMENTS	235,000J	.78
26 MORGAN (J P) & CO INC<	219,000	.73
27 LEHMAN BROTHERS KUHN LOEB INC (140000)	200,000	.67
LEHMAN MANAGEMENT CO INC* (60000)		
28 TEXAS TEACHERS RETIR SYSTEM	197,600	.66
29 WESTERN MICHIGAN UNIVERSITY	196,400	.65
30 NEW YORK STATE COMMON RETIREMENT FUND	196,100H	.65
31 INSTITUTIONAL CAPITAL CORP	167,600	.56
32 TIAA-CREF	165,700	.55
COLLEGE RETIREMENT EQUITIES FUND (165700)		
33 WERTHEIM & CO INC	159,600	.53
34 MASSACHUSETTS FINANCIAL SERVICES INC*	159,000	.53
35 HARRIS BANKCORP INC	158,000	.53
36 UNITED SERVICES AUTOMOBILE ASSOC	140,000H	.47
USAA LIFE INSURANCE CO (80000)		
USAA INVESTMENT MNGT CO (60000)		
37 BERNHARD (ARNOLD) & CO INC*	133,400	.44
VALUE LINE MNGR/FUNDS-COMBINED (133400)		
38 MELLON NATIONAL CORP	127,432	.42
39 WELLS FARGO & CO	123,546	.41
40 NEW YORK CITY COMPTROLLER'S OFFICE	122,100	.41
41 LORD ABBETT & CO*	117,000	.39
42 WILMINGTON CAPITAL MNGT	110,750	.37
43 BRISTOL, JOHN W INTERESTS	109,530	.36
BRISTOL (JOHN W) & CO INC (109530)		
44 PACIFIC MUTUAL LIFE INSURANCE CO	109,400	.36
45 TRAVELERS CORP<	104,100	.34
TRAVELERS/KEYSTONE FUNDS-COMBINED (104100)		
46 MARYLAND STATE RETIREMENT SYSTEMS	100,000	.33
47 HELLER (WALTER E) INTERNATIONAL CORP	94,600	.31
AMERICAN NATL BK & TR CO/CHICAGO (94600)		
48 YALE UNIVERSITY	92,003F	.30
49 NEW YORK LIFE INSURANCE CO	90,000	.30
50 NEUBERGER & BERMAN+	88,300	.29
NEUBERGER & BER MNGT/FDS-COMBINED (88300)		
51 AMERITRUST CO	82,300	.27
52 BULLOCK (CALVIN) LTD*	80,000	.26
53 TEXAS, UNIVERSITY OF	80,000	.26
54 MANNING & NAPIER ADVISORS INC	78,975	.26
55 BANK OF NEW YORK CO INC	77,668	.26
56 UNION CARBIDE CORP	75,400	.25
57 NORTHERN TRUST CORP	68,511	.23
58 FIRST NATIONAL BOSTON CORP	66,805	.22
59 BANKERS TRUST NEW YORK CORP	60,500	.20
60 AMERICAN EXPRESS CO<	60,100	.20
AMERICAN EXP INSUR COS-COMBINED (60100)		
TOTALS	24,297,423	81.65%

TOP 5 CONTROL 41.74% OF STOCK TOP 15 CONTROL 58.14% OF STOCK
TOP 10 CONTROL 51.22% OF STOCK TOP 20 CONTROL 63.16% OF STOCK

US INDUSTRIES

(SHARES O/S 24,758,000)

Principal Stockholders	Shares	%
1 CLABIR CORP-ENGLISH ASSOC TRUST LTD (ENGLAND)	1,839,000M	7.42
2 DELAWARE MANAGEMENT CO INC*	750,000	3.02
3 REPUBLIC OF TEXAS CORP<	428,700	1.73
4 THOMASON, DAN R FAMILY INTERESTS#	348,888	1.40
THOMASON, DAN R & ASSOC (104741)		
OTHER FAMILY MEMBERS (239147)		
5 HELLER (WALTER E) INTERNATIONAL CORP	191,300	.77
AMERICAN NATL BK & TR CO/CHICAGO (191300)		
6 THORDIKE DORAN PAINE & LEWIS	154,400	.62
THORNDIKE-WELLINGTON FUNDS-COMB (154400)		
7 DETROITBANK CORP	149,823	.60
8 KIRBY, F M & ASSOC#	105,150	.42
9 BILLERA, I JOHN & FAMILY#	77,550	.31
10 MASSACHUSETTS MUTUAL LIFE INSUR CO	71,018	.28
MASS MUTUAL INSUR CO/FUNDS-COMB (71018)		
11 NATIONAL CITY CORP	65,000	.26
12 PETER CUNDILL & ASSOCIATES	60,000	.24
13 LEHMAN BROTHERS KUHN LOEB INC	58,400	.23
TOTALS	4,299,229	17.36%

TOP 5 CONTROL 14.37% OF STOCK TOP 15 CONTROL 17.36% OF STOCK
TOP 10 CONTROL 16 62% OF STOCK TOP 20 CONTROL 17.36% OF STOCK

VARIAN ASSOCIATES

(SHARES O/S 7,447,000)

Principal Stockholders	Shares	%
1 TRANSAMERICA CORP<	319,600	4.29
TRANSAMERICA INSUR COS/FDS-COMB (319600)		
2 KENNEDY ASSOCIATES INC	314,800	4.22
3 NEUBERGER & BERMAN+	263,950	3.54
NEUBERGER & BER MNGT/FDS-COMBINED (263950)		
4 ALEXANDER & ALEXANDER SERVICES INC	263,200	3.53
ALEXANDER & ALEXANDER SERVICES INC (263200)		
5 BANKAMERICA CORP<	262,717	3.52
6 CHEMICAL NEW YORK CORP	245,200	3.29
7 SCUDDER STEVENS & CLARK CO*	241,150	3.23
8 NORTHWEST BANCORPORATION<	212,800	2.85
NORTHWESTERN NATL BK MINNEAPOLIS (212800)		
9 LEHMAN BROTHERS KUHN LOEB INC	208,500	2.79
LEHMAN MANAGEMENT CO INC* (208500)		
10 KIRBY FAMILY GROUP-ALLEGHANY CORP<	140,000	1.87
ALLEGHANY CORP (140000)		
11 FIRST PENNSYLVANIA CORP	134,100	1.80
12 NEW YORK CITY COMPTROLLER'S OFFICE	100,000	1.34
13 FMR CORP	100,000	1.34
FIDELITY MNGT & RESEARCH CO* (100000)		
14 EQUITABLE LIFE ASSUR SOCIETY OF US	99,000	1.32
15 FIRST INVESTORS CORP*	98,500	1.32
16 INA CORP<	83,100	1.11
INA INSUR COS/FDS-COMBINED (83100)		
17 MASSACHUSETTS FINANCIAL SERVICES INC*	50,000	.67

VARIAN ASSOCIATES - CONTINUED

Principal Stockholders	Shares	%
18 STATE MTL LIFE ASSUR CO OF AMERICA	46,800	.62
STATE MTL LIFE INSUR/FDS-COMBINED (46800)		
19 NORTHEAST BANCORP INC (CONN)	46,560	.62
20 PARKER, NORMAN F#	43,893	.58
21 HEIMBUCHER, CLIFFORD V#	43,538	.58
22 GIRARD CO	41,500	.55
23 GINZTON, EDWARD L#	40,627	.54
24 US BANCORP	40,500	.54
25 WENZINGER, LEO	35,000	.46
26 YOUNG MENS CHRISTIAN ASSOC RETIR FUND	30,500	.40
27 WESTERN BANCORPORATION<	29,200	.39
28 FEINSTEIN, JOSEPH#	26,091G	.35
29 PHOENIX MUTUAL LIFE INSURANCE CO	24,000	.32
PHOENIX FUNDS-COMBINED (24000)		
30 MORGAN (J P) & CO INC<	23,000	.30
31 EYESTONE, S FREDERICK#	22,250	.29
32 SEGE, THOMAS D#	20,898	.28
33 COLUMBIA MANAGEMENT CO*	20,000	.26
34 SMITH COLLEGE	20,000F	.26
35 SCHNEIDER & MUNZING (WEST GERMANY)	20,000J	.26
MUEHNER KAPITALANLAGE AG*		
INVESTORS FONDS (20000)		
36 PROVIDENT NATIONAL CORP<	19,100	.25
37 BANKERS TRUST NEW YORK CORP	18,000	.24
38 DUNCAN, DONAL B#	16,000	.21
39 FONDITALIA MANAGEMENT CO (LUXEMBURG)	15,000	.20
TOTALS	3,779,074	50.74%

TOP 5 CONTROL 19.12% OF STOCK   TOP 15 CONTROL 40.33% OF STOCK
TOP 10 CONTROL 33.19% OF STOCK   TOP 20 CONTROL 43.96% OF STOCK

VF CORP

(SHARES O/S: 8,064,000)

Principal Stockholders	Shares	%
1 BARBEY, JOHN E FAMILY INTERESTS#	1,556,110	19.29
BARBEY, JOHN E ESTATE OF (1508110)		
BURG, CHARLES A (47500)		
HOGG, W CHARLES JR & FAMILY (500)		
2 CAPITAL GROUP INC	656,300	8.13
CAPITAL GUARDIAN TRUST CO (275800)		
CAPITAL RES & MNGT/FUNDS-COMBINED (380500)		
3 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	415,000J	5.14
4 STRALEM & CO INC	384,900	4.77
5 SAVINGS BANKS TRUST CO	294,400	3.65
6 OLD KENT FINANCIAL CORP	195,155	2.42
7 CONFEDERATION LIFE INSURANCE CO	179,538H	2.22
8 MORGAN (J P) & CO INC<	178,000	2.20
9 AETNA LIFE & CASUALTY CO	173,250	2.14
AETNA INSUR COS/FDS-COMBINED (173250)		
10 WRIGHT INVESTORS' SERVICE	149,724	1.85
11 SAFECO CORP<	135,264	1.67
SAFECO INSUR COS & FDS-COMBINED (135264)		
12 BERNHARD (ARNOLD) & CO INC*	118,947	1.47
VALUE LINE MNGR/FUNDS-COMBINED (118947)		
13 PROVIDENT NATIONAL CORP<	95,316	1.18
14 SWISS REINSURANCE CO (SWITZERLAND)	88,662	1.09
15 THORDIKE DORAN PAINE & LEWIS	87,179	1.08
THORNDIKE-WELLINGTON FUNDS-COMB (87179)		
16 CONNECTICUT STATE TRUST FUND	60,000J	.74
17 OPPENHEIMER HOLDINGS INC*	56,743	.70
18 LEE, MANFORD O#	56,500	.70
19 WELLS FARGO & CO	53,700	.66
20 UNITED MISSOURI BANCSHARES INC	48,000	.59
21 NEW ENGLAND MUTUAL LIFE INSUR CO	41,502	.51
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (41502)		
22 DEERE & CO	37,300	.46
23 ANDREWS, ROBERT H#	37,070	.45
24 AMERICAN BANK & TRUST CO OF PENNSYLVANIA	35,200	.43
25 CULLEN/FROST BANKERS INC	31,800	.39
26 MERRILL LYNCH & CO INC<	29,500	.36
MERRILL LYNCH ASSET MNGT CO INC* (29500)		
27 UNITED BANKS OF COLORADO INC	25,064	.31
28 STATE MTL LIFE ASSUR CO OF AMERICA	25,000	.31
STATE MTL LIFE INSUR/FDS-COMBINED (25000)		
29 WERTHEIM & CO INC	23,849	.29
30 STEWART FUND MANAGERS LTD* (ENGLAND)	22,000	.27
31 FIRST CHICAGO CORP<	20,896	.25

VF - CONTINUED

Principal Stockholders	Shares	%
32 SOCIETY CORP	18,125	.22
33 VANDERBILT UNIVERSITY	18,000F	.22
34 MUTUAL ASSURANCE GROUP	18,000H	.22
TOTALS	5,365,994	66.54%

TOP 5 CONTROL 41.00% OF STOCK   TOP 15 CONTROL 58.37% OF STOCK
TOP 10 CONTROL 51.86% OF STOCK   TOP 20 CONTROL 61.78% OF STOCK

VULCAN MATERIALS

(SHARES O/S: 11,498,000)

Principal Stockholders	Shares	%
1 IRELAND FAMILY INTERESTS#	2,683,026J	23.33
IRELAND, H G ESTATE OF (1286644)		
IRELAND, C B ESTATE OF (1329244)		
IRELAND, CHARLES W (51240)		
IRELAND, WILLIAM R (3898)		
IRELAND, GLENN 2ND (12000)		
2 ALABAMA BANCORP	897,632	7.80
3 MORGAN (J P) & CO INC<	811,375	7.05
VULCAN MATERIALS THRIFT PL FOR SALARIED EMPS-1462 PCTS (777375)		
4 CROWN, HENRY FAMILY & ASSOC	621,594J	5.40
5 NATIONWIDE MUTUAL INSUR CO	310,000H	2.69
NATIONWIDE INSUR COS/FUNDS-COMB (310000)		
6 BRUNDAGE STORY & ROSE	286,502	2.49
7 STATE FARM MUTL AUTOMOBILE INSUR CO	197,800H	1.72
STATE FARM INSUR COS-COMBINED (197800)		
8 BATTERYMARCH FINANCIAL MNGT CORP	164,300	1.42
9 FIRST TENNESSEE NATIONAL CORP	134,600	1.17
10 SOUTH CAROLINA NATL CORP	124,174	1.07
11 BLOUNT, W HOUSTON#	97,004J	.84
12 FIRST KENTUCKY NATL CORP	75,782	.65
13 MONAGHAN, BERNARD A#	63,599J	.55
14 SOUTHERN BANCORPORATION OF ALABAMA	51,073J	.44
VULCAN MATERIALS TRASOP-1657 PCTS (51073)		
15 CHRENCIK, FRANK#	34,720B	.30
16 WRIGHT INVESTORS' SERVICE	28,400	.24
17 HONG KONG & SHANGHAI BANKING CORP	23,000	.20
MARINE MIDLAND BANKS INC (23000)		
TOTALS	6,604,581	57.44%

TOP 5 CONTROL 46.30% OF STOCK   TOP 15 CONTROL 56.99% OF STOCK
TOP 10 CONTROL 54.19% OF STOCK   TOP 20 CONTROL 57.44% OF STOCK

WARNACO

(SHARES O/S: 3,883,000)

Principal Stockholders	Shares	%
1 CONNECTICUT NATIONAL BANK	126,075	3.24
2 WARNER FAMILY INTERESTS#	123,516J	3.18
WARNER, WILLIAM S (12484)		
FIELD, JOHN W (40392)		
WARNER, DEVER C (70640)		
3 BERNHARD (ARNOLD) & CO INC*	120,000	3.09
VALUE LINE MNGR/FUNDS-COMBINED (120000)		
4 AMERICAN INVESTORS CORP*	107,400	2.76
5 CITYTRUST BANCORP INC	81,252	2.09
6 MASSACHUSETTS MUTUAL LIFE INSUR CO	75,431	1.94
MASS MUTUAL INSUR CO/FUNDS-COMB (75431)		
7 WEISS, JACK M#	67,374J	1.73
8 FMR CORP	66,000	1.69
FIDELITY MNGT & RESEARCH CO* (66000)		
9 FIRST BANK SYSTEM INC	49,800	1.28
10 MACKENZIE FINANCIAL CORP (CANADA)	36,000	.92
MUTUAL FUNDS-COMBINED (36000)		
11 WALKER, JAMES C#	23,835J	.61
12 TRAINER WORTHAM & CO	21,018	.54
13 LAMOUREUX, PHILIP J#	18,962J	.48
14 PFLIEGER, LARRY L#	16,800J	.43
15 MORIARTY, JOHN F JR#	16,585J	.42
16 OPPENHEIMER, RICHARD#	14,494J	.37
17 GARTMORE INVESTMENT LTD	10,500	.27
18 JENNINGS, WILLIAM M#	8,348J	.21
19 RENNETT, LAWRENCE L#	8,087J	.20
TOTALS	991,477	25.53%

WARNACO -- CONTINUED

TOP 5 CONTROL 14.37% OF STOCK TOP 15 CONTROL 24.46% OF STOCK
TOP 10 CONTROL 21.96% OF STOCK TOP 20 CONTROL 25.53% OF STOCK

WARNER COMMUNICATIONS

(SHARES O/S: 55,026,000)

1 MARSH & MCLENNAN COS INC<	3,461,532	6.29
PUTNAM MNGT/FUNDS-COMBINED (3461532)		
2 SAROFIM (FAYEZ) & CO	2,107,870	3.83
3 DREYFUS CORP*	1,240,000	2.25
4 MASSACHUSETTS FINANCIAL SERVICES INC*	1,147,774	2.08
5 ROSENBERG CAPITAL MANAGEMENT	1,134,076	2.06
6 BANKERS TRUST NEW YORK CORP	1,088,284	1.97
7 TIAA-CREF	1,066,266	1.93
COLLEGE RETIREMENT EQUITIES FUND (1066266)		
8 ROSENTHAL FAMILY INTERESTS#	994,142	1.80
ROSENTHAL, EDWARD (185180)		
ROSS, STEVEN J & ASSOC (808962)		
9 LIEBOWITZ, JACOB S FAMILY INTERESTS#	979,470	1.78
LIEBOWITZ, JACOB S (702966)		
LIEBOWITZ (J S) FOUNDATION (18584)		
EMMETT, JAY (257920)		
10 FMR CORP	835,220	1.51
FIDELITY MNGT & RESEARCH CO* (234220)		
FMR/FUNDS-COMBINED (601000)		
11 STEIN ROE & FARNHAM*	715,760	1.30
12 MINNESOTA STATE BOARD OF INVESTMENT	714,301G	1.29
13 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	680,000J	1.23
14 MANUFACTURERS HANOVER CORP<	622,018	1.13
EDIE (LIONEL D) & CO INC (622018)		
15 AMERICAN GENERAL INSURANCE CO<	599,998	1.09
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (599998)		
16 KIMMEL, CAESAR P & FAMILY#	575,840	1.04
17 CONNECTICUT GENERAL INSURANCE CORP	533,554	.96
CONN GENL INSUR COS/FDS-COMBINED (533554)		
18 EQUITABLE LIFE ASSUR SOCIETY OF US	510,802	.92
19 THORDIKE DORAN PAINE & LEWIS	509,010	.92
THORNDIKE-WELLINGTON FUNDS-COMB (509010)		
20 SELIGMAN (J & W) & CO*	508,374	.92
SELIGMAN/FUNDS-COMBINED (508374)		
21 ROWE PRICE (T) & ASSOCIATES INC*	490,550	.89
22 SCUDDER STEVENS & CLARK CO*	481,304	.87
23 ROBECO (HOLLAND)	453,332H	.82
24 MIDLAND BANK GROUP< (ENGLAND)	444,912	.80
CROCKER NATIONAL CORP (444912)		
25 FIRST UNION BANCORP	374,670	.68
26 NATIONAL INVESTMENT SER OF AMERICA INC	374,140	.67
27 INA CORP<	361,758	.65
INA INSUR COS/FDS-COMBINED (361758)		
28 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	298,666	.54
29 MARYLAND STATE RETIREMENT SYSTEMS	293,332	.53
30 ASHLEY, TED	291,641B	.53
31 KEMPER FAMILY GROUP	240,000	.43
KEMPER INSUR COS/FDS-COMBINED (240000)		
32 HONG KONG & SHANGHAI BANKING CORP	239,362	.43
MARINE MIDLAND BANKS INC (239362)		
33 PROVIDENT NATIONAL CORP<	237,586	.43
34 NEW YORK CITY COMPTROLLER'S OFFICE	220,482	.40
35 WELLS FARGO & CO	207,714	.37
36 MADISON FUND INC	200,000	.36
37 HELLER (WALTER E) INTERNATIONAL CORP	193,376	.35
AMERICAN NATL BK & TR CO/CHICAGO (193376)		
38 CONTINENTAL INVESTMENT CORP<	191,398	.34
WADDELL & REED FDS-COMBINED (191398)		
39 BARING BROTHERS INC (ENGLAND)	190,600	.34
ENDOWMENT MANAGEMENT & RES CO* (190600)		
40 CRITERON MANAGEMENT CORP	189,700	.34
41 CRUM & FORSTER<	181,262	.32
CRUM & FORSTER INSUR COS-COMBINED (181262)		
42 CBT CORP	172,990	.31
43 GENERAL AMERICAN INVESTORS CO INC	172,330	.31
44 CHEMICAL NEW YORK CORP	154,840	.28
45 WESTERN BANCORPORATION<	153,148	.27
46 AETNA LIFE & CASUALTY CO	146,812H	.26
AETNA INSUR COS/FDS-COMBINED (146812)		
47 SHEARSON LOEB RHOADES INC<	143,200	.26
BERNSTEIN-MACAULEY INC (143200)		

WARNER COMMUNICATIONS - CONTINUED

48 MORGAN (J P) & CO INC<	140,092	.25
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS COMBINED (140092)		
49 TEXAS COMMERCE BANCSHARES INC	140,064	.25
50 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	136,670	.24
51 GIRARD CO	131,764	.23
52 HOROWITZ, DAVID H#	125,688	.22
53 CONNECTICUT STATE TRUST FUND	124,442J	.22
54 SENTRY INSUR-A MUTUAL CO	120,000	.21
55 CAPITAL GROUP INC	120,000	.21
CAPITAL RES & MNGT/FUNDS-COMBINED (120000)		
56 GERARD, EMANUEL#	116,210	.21
57 CANTOR, JAMES W & FAMILY	115,426	.20
58 NATIONAL CITY CORP	112,000	.20
59 MASLOW, CAROL R	107,748	.19
60 PAYSON, MARTIN D#	83,022	.15
TOTALS	28,696,522	52.15%

TOP 5 CONTROL 16.52% OF STOCK TOP 15 CONTROL 31.59% OF STOCK
TOP 10 CONTROL 25.54% OF STOCK TOP 20 CONTROL 36.39% OF STOCK

WARNER-LAMBERT

(SHARES O/S: 79,616,000)

1 MANUFACTURERS HANOVER CORP<	1,149,040	1.44
EDIE (LIONEL D) & CO INC (1149040)		
2 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1,137,770	1.42
BANK OF CALIFORNIA NA (1137770)		
3 TIAA-CREF	1,100,000	1.38
COLLEGE RETIREMENT EQUITIES FUND (1100000)		
4 AMERITRUST CO	1,076,756	1.35
5 EATON & HOWARD VANCE SANDERS INC	1,058,170	1.32
EATON & HOWARD VANCE/FDS-COMB (1058170)		
6 WISCONSIN INVESTMENT BOARD	1,034,300	1.29
7 CALIFORNIA, UNIVERSITY OF	993,715	1.24
8 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	983,500	1.23
9 NEW YORK STATE TEACHERS RETIR FUND	963,200	1.20
10 OHIO STATE TEACHERS RETIR SYSTEM	956,700	1.20
11 TORRAY, CLARK & CO INC	900,900	1.13
12 CHASE MANHATTAN CORP	873,756	1.09
13 LASDON, WILLIAM S#	780,000	.97
14 PROVIDENT NATIONAL CORP<	775,014	.97
15 MERCANTILE BANKSHARES CORP<	730,594	.91
16 GENERAL ELECTRIC CO	00,000	.87
GENERAL ELECTRIC PENSION TRUST (700000)		
17 UNITED STATES STEEL CORP	667,420	.83
US STEEL & CARNEGIE PENSION TR (667420)		
18 BEA ASSOCIATES INC	647,200	.81
19 FIDELITY UNION BANCORP	626,932	.78
WARNER-LAMBERT SAV & STOCK PL (626932)		
20 STRALEM & CO INC	565,100	.70
21 SAROFIM (FAYEZ) & CO	546,065	.68
22 NEW JERSEY DIVISION OF INVESTMENTS	520,000J	.65
23 WELLS FARGO & CO	514,466	.64
24 MARKOE, FRANK JR#	509,720	.64
25 SHEARSON LOEB RHOADES INC<	494,632	.62
BOSTON CO INC (494632)		
26 SEARS ROEBUCK & CO	490,900	.61
ALLSTATE INSUR COS/FDS-COMBINED (490900)		
27 FORD FOUNDATION	450,000	.56
28 U S TRUST CORP	427,742	.53
29 CENTRAN CORP	427,390	.53
30 MINNESOTA STATE BOARD OF INVESTMENT	372,500G	.46
31 ALABAMA BANCORP	366,676	.46
32 REPUBLIC OF TEXAS CORP<	361,923	.45
33 FIDUCIARY TRUST CO OF NEW YORK	355,441	.44
FIDUCIARY TRUST/FUNDS-COMBINED (355441)		
34 GREEN (DAVID J) & CO	354,374	.44
35 NATIONAL DETROIT CORP	342,402	.43
36 MORGAN (J P) & CO INC<	324,000	.40
37 FIRST INTERNATIONAL BANCSHARES INC	320,514	.40
38 FIRST UNION BANCORP	312,674	.39
39 BATTERYMARCH FINANCIAL MNGT CORP	304,400	.38
40 WESTERN BANCORPORATION<	301,838	.37
41 FMR CORP	296,940	.37
FIDELITY MNGT & RESEARCH CO* (296940)		
42 MERCANTILE BANCORPORATION INC	285,777	.35

WARNER-LAMBERT - CONTINUED

Principal Stockholders	Shares	%
43 SAFECO CORP<	281,180	.35
SAFECO INSUR COS & FDS-COMBINED (281180)		
44 HARTFORD NATIONAL CORP	278,961	.35
45 ROTHSCHILD (L F) UNTERBERG TOWBIN	278,000	.34
46 HELLER (WALTER E) INTERNATIONAL CORP	271,545	.34
AMERICAN NATL BK & TR CO/CHICAGO (271545)		
47 METROPOLITAN LIFE INSURANCE CO	262,825H	.33
48 ILLINOIS STATE TEACHERS RETIR SYSTEM	258,500J	.32
49 WASHINGTON DEPT OF RETIREMENT SYSTEMS	243,600	.30
50 NORTHERN TRUST CORP	237,546	.29
51 ROCKEFELLER FAMILY INTERESTS	227,600J	.28
ROCKEFELLER FOUNDATION (227600)		
52 AMERICAN GENERAL INSURANCE CO<	222,000	.27
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (222000)		
53 BANKERS TRUST NEW YORK CORP	221,403	.27
54 UNITED STATES FIDELITY & GUARANTY CO	211,900	.26
U S FID & GUAR INSUR COS-COMBINED (211900)		
55 NEW YORK LIFE INSURANCE CO	211,300	.26
56 MARINE BANCORP INC	203,595	.25
57 FIRESTONE TIRE & RUBBER CO	200,000	.25
FIRESTONE TIRE & RUBBER PEN FUND (200000)		
58 DELAWARE MANAGEMENT CO INC*	200,000	.25
59 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	182,084	.22
60 CHEMICAL NEW YORK CORP	179,175	.22
61 NEW MEXICO STATE PERMANENT FUND	165,000J	.20
62 BETHLEHEM STEEL CORP	159,500	.20
BETHLEHEM STEEL CORP PENSION PL (159500)		
63 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	149,400G	.18
TOTALS	31,045,555	38.99%

TOP 5 CONTROL 6.93% OF STOCK TOP 15 CONTROL 18.22% OF STOCK
TOP 10 CONTROL 13.12% OF STOCK TOP 20 CONTROL 22.25% OF STOCK

WASHINGTON POST

●(SHARES O/S 14,901,000)

Principal Stockholders	Shares	%
1 MEYER/GRAHAM FAMILY INTERESTS#	3,448,382J	23.14
2 BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	1,894,200	12.71
3 MORGAN (J P) & CO INC<	1,755,000	11.77
4 AMERICAN SECURITY CORP	1,452,110	9.74
WASHINGTON POST PROFIT SHARING PLAN		
5 FIRST NORTHWESTERN TRUST CO OF NEB	712,040	4.77
6 FIRST MANHATTAN CO	374,054	2.51
7 MERCANTILE BANKSHARES CORP<	164,557	1.10
8 FIRST INTERNATIONAL BANCSHARES INC	152,700	1.02
9 MCCOWAN ASSOCIATES INC	138,300	.92
10 GENERAL AMERICAN INVESTORS CO INC	132,000	.88
11 NATIONAL DETROIT CORP	107,160	.71
12 WELCH & FORBES INC	105,000	.70
13 WASHINGTON POST CO	92,606J	.62
NEWSWEEK EMPLOYEES SAVINGS PLAN (92606)		
14 THORDIKE DORAN PAINE & LEWIS	79,200	.53
THORNDIKE-WELLINGTON FUNDS-COMB (79200)		
15 MEAGHER, MARK J#	56,500J	.37
16 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	48,300	.32
17 WERTHEIM & CO INC	31,800	.21
TOTALS	10,743,909	72.10%

TOP 5 CONTROL 62.15% OF STOCK TOP 15 CONTROL 71.56% OF STOCK
TOP 10 CONTROL 68.60% OF STOCK TOP 20 CONTROL 72.10% OF STOCK

WEST POINT-PEPPERELL

(SHARES O/S 4,552,000)

Principal Stockholders	Shares	%
1 PIONEER GROUP INC	315,834	6.93
PIONEERING MNGT/FUNDS-COMB		
2 AETNA LIFE & CASUALTY CO	125,000	2.74
AETNA INSUR COS/FDS-COMBINED (125000)		
3 ST PAUL COMPANIES INC<	116,500	2.55
ST PAUL INSUR COS/FDS-COMBINED (116500)		
4 BATTERYMARCH FINANCIAL MNGT CORP	90,600	1.99
5 LINCOLN NATIONAL CORP<	89,820H	1.97
LINCOLN NATL INSUR/FDS-COMBINED (89820)		
6 AMERICAN GENERAL INSURANCE CO<	70,800	1.55
AMERICAN GENL INSUR CO-COMBINED (70800)		

WEST POINT-PEPPERELL - CONTINUED

Principal Stockholders	Shares	%
7 WELLS FARGO & CO	62,625	1.37
8 CONNECTICUT GENERAL INSURANCE CORP	58,700	1.28
CONN GENL INSUR COS/FDS-COMBINED (58700)		
9 CHEMICAL NEW YORK CORP	55,718	1.22
10 TRUST CO OF GEORGIA	54,368	1.19
WEST POINT-PEPPERELL TRASOP-2400 PCTS (35865)		
11 MORGAN (J P) & CO INC<	53,000	1.16
12 GREEN (DAVID J) & CO	48,600	1.06
13 POWER CORP-INVESTORS GROUP OF CANADA<	46,500	1.02
GREAT-WEST LIFE INSURANCE CO (46500)		
14 NEVILLE RODIE & SHAW INC	40,800	.89
15 BANCOHIO CORP	39,000	.85
16 PROVIDENT NATIONAL CORP<	35,988	.79
17 HELLER (WALTER E) INTERNATIONAL CORP	32,400	.71
AMERICAN NATL BK & TR CO/CHICAGO (32400)		
18 STATE MTL LIFE ASSUR CO OF AMERICA	31,100	.68
STATE MTL LIFE INSUR/FDS-COMBINED (31100)		
19 SHEARSON LOEB RHOADES INC<	22,958	.50
BOSTON CO INC (22958)		
20 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	22,000J	.48
21 LANIER, JOSEPH L JR#	21,924	.48
22 CONTINENTAL GROUP INC<	21,908	.48
CONTINENTAL FINL SERVICES CO (21908)		
23 NEUBERGER & BERMAN+	20,650	.45
NEUBERGER & BER MNGT/FDS-COMBINED (20650)		
24 ROTHSCHILD (L F) UNTERBERG TOWBIN	19,000	.41
25 CITICORP<	17,400	.38
26 BERNHARD (ARNOLD) & CO INC*	17,200	.37
VALUE LINE MNGR/FUNDS-COMBINED (17200)		
27 FIRST & MERCHANTS CORP	16,600	.36
28 FIRST NATIONAL BK OF ALLENTOWN	15,221	.33
29 TRAINER WORTHAM & CO	12,800	.28
30 KJORLIEN, CLARENCE J#	12,700	.27
31 ROCKEFELLER FAMILY INTERESTS	12,300J	.27
ROCKEFELLER FOUNDATION (12300)		
32 CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	11,269	.24
33 NORTHWEST BANCORPORATION<	9,950	.21
NORTHWESTERN NATL BK MINNEAPOLIS (9950)		
TOTALS	1,621,233	35.61%

TOP 5 CONTROL 16.20% OF STOCK TOP 15 CONTROL 27.85% OF STOCK
TOP 10 CONTROL 22.84% OF STOCK TOP 20 CONTROL 31.02% OF STOCK

WESTINGHOUSE ELECTRIC

(SHARES O/S 85,382,000)

Principal Stockholders	Shares	%
1 CITICORP<	4,976,111	5.82
WESTINGHOUSE ELECTRIC PERSONAL INVEST & SAVINGS PLANS/32729 PCTS (4976111)		
2 CAPITAL GROUP INC	2,592,200	3.03
CAPITAL GUARDIAN TRUST CO (1692200)		
CAPITAL RES & MNGT/FUNDS-COMBINED (900000)		
3 BANKAMERICA CORP<	2,225,604	2.60
4 MORGAN (J P) & CO INC<	1,381,000	1.61
5 LORD ABBETT & CO*	1,308,900	1.53
6 MANUFACTURERS HANOVER CORP<	912,542	1.06
7 KIRBY FAMILY GROUP-ALLEGHANY CORP<	726,000	.85
ALLEGHANY CORP (226000)		
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (500000)		
8 PRUDENTIAL INSURANCE CO OF AM	623,300	.73
PRUDENTIAL INSUR COS/FUNDS-COMB (623300)		
9 ROBECO (HOLLAND)	600,000H	.70
10 MARSH & MCLENNAN COS INC<	554,800	.64
PUTNAM MNGT/FUNDS-COMBINED (554800)		
11 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	489,600	.57
12 ROULSTON & CO INC	455,656	.53
13 PROVIDENT NATIONAL CORP<	369,513	.43
14 UNITED BANKS OF COLORADO INC	364,120	.42
15 WELLS FARGO & CO	322,212	.37
16 FIRESTONE TIRE & RUBBER CO	295,000	.34
FIRESTONE TIRE & RUBBER PEN FUND (295000)		
17 BERNHARD (ARNOLD) & CO INC*	288,500	.33
VALUE LINE MNGR/FUNDS-COMBINED (288500)		
18 HELLER (WALTER E) INTERNATIONAL CORP	287,004	.33
AMERICAN NATL BK & TR CO/CHICAGO (287004)		

Principal Stockholders	Shares	%
WESTINGHOUSE ELECTRIC - CONTINUED		
19 COLUMBIA MANAGEMENT CO*	282,300	.33
20 NEW YORK STATE COMMON RETIREMENT FUND	252,041H	.29
21 DREYFUS CORP*	250,000	.29
22 MARYLAND STATE RETIREMENT SYSTEMS	245,200	.28
23 VILAS FISCHER ASSOCIATES LTD	242,400	.28
24 ATLANTIC RICHFIELD CO	225,000	.26
25 BANKERS TRUST NEW YORK CORP	212,750	.24
26 BATTERYMARCH FINANCIAL MNGT CORP	210,000	.24
27 FIRST WISCONSIN CORP	207,118	.24
28 MARSHALL & ILSLEY CORP	190,320	.22
29 CHASE MANHATTAN CORP	182,286	.21
30 FLORIDA STATE BOARD OF ADMINISTRATION	175,000	.20
31 INTERNATIONAL TELEPHONE & TELEGRAPH CORP<	173,800H	.20
HARTFORD FIRE INSUR COS-COMBINED (173800)		
32 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	160,000J	.18
TOTALS	21,780,277	25.50%

TOP 5 CONTROL 14.62% OF STOCK TOP 15 CONTROL 20.96% OF STOCK
TOP 10 CONTROL 18.62% OF STOCK TOP 20 CONTROL 22.61% OF STOCK

WESTMORELAND COAL

(SHARES O/S 6,820,000)

Principal Stockholders	Shares	%
1 PENN VIRGINIA CORP	2,119,700	31.08
2 FIDELCOR INC	518,130	7.59
WESTMORELAND COAL EMP STOCK PURCHASE PLAN/1196 PCTS (417468)		
3 EATON & HOWARD VANCE SANDERS INC	306,100	4.48
EATON & HOWARD VANCE/FDS-COMB (306100)		
4 MORGAN (J P) & CO INC<	219,000	3.21
5 LEISENRING, E B JR-WENTZ FAMILY INTERESTS#	168,915	2.47
6 FIDUCIARY TRUST CO OF NEW YORK	162,695	2.38
FIDUCIARY TRUST/FUNDS-COMBINED (162695)		
7 CITICORP<	143,200	2.09
8 CONNECTICUT GENERAL INSURANCE CORP	141,500	2.07
CONN GENL INSUR COS/FDS-COMBINED (141500)		
9 YOUNG MENS CHRISTIAN ASSOC RETIR FUND	122,500	1.79
10 CHEMICAL NEW YORK CORP	109,918	1.61
11 BANKERS TRUST NEW YORK CORP	99,300	1.45
12 FORSTMANN-LEFF ASSOCIATES	79,000	1.15
13 FIRST PENNSYLVANIA CORP	50,926	.74
14 CRITERON MANAGEMENT CORP	37,000	.54
FUNDS INC* (37000)		
15 WELLS FARGO & CO	23,320	.34
16 HELLER (WALTER E) INTERNATIONAL CORP	21,800	.31
AMERICAN NATL BK & TR CO/CHICAGO (21800)		
17 TRAVELERS CORP<	20,900	.30
TRAVELERS/KEYSTONE FUNDS-COMBINED (20900)		
18 DUPONT FAMILY INTERESTS	19,990	.29
WILMINGTON TRUST CO (19990)		
19 NEUBERGER & BERMAN+	15,000	.21
NEUBERGER & BER MNGT/FDS-COMBINED (15000)		
20 MERCANTILE BANCORPORATION INC	14,600	.21
21 THORSON BROWN INC	14,000	.20
TOTALS	4,407,494	64.62%

TOP 5 CONTROL 48.85% OF STOCK TOP 15 CONTROL 63.06% OF STOCK
TOP 10 CONTROL 58.82% OF STOCK TOP 20 CONTROL 64.42% OF STOCK

WESTVACO

(SHARES O/S 16,889,000)

Principal Stockholders	Shares	%
1 BANKERS TRUST NEW YORK CORP	1,719,758J	10.18
WESTVACO SAVINGS & INVEST PL FOR SALARIED EMPS/4665 PCTS (1719758)		
2 CAPITAL GROUP INC	1,054,000	6.24
CAPITAL GUARDIAN TRUST CO (534000)		
CAPITAL RES & MNGT/FUNDS-COMBINED (520000)		
3 LAZARD FRERES & CO	831,483	4.92
4 SAROFIM (FAYEZ) & CO	554,063	3.28
5 BRUNDAGE STORY & ROSE	510,215	3.02
6 TIAA-CREF	409,500	2.42
COLLEGE RETIREMENT EQUITIES FUND (409500)		
WESTVACO - CONTINUED		
7 LUKE FAMILY INTERESTS#	392,568	2.32
LUKE, DAVID L 3RD (109265)		
LUKE, JOHN A (86096)		
LUKE FAMILY TRUSTS (131176)		
HOPKINS, DAVID LUKE & ASSOC (61765)		
LUKE, VICTOR S (19241)		
8 MORGAN (J P) & CO INC<	286,000	1.69
9 IRVING BANK CORP	250,593	1.48
10 MARYLAND NATIONAL CORP	222,898	1.31
11 DUPONT FAMILY INTERESTS	210,044	1.24
WILMINGTON TRUST CO (210044)		
12 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	180,000J	1.06
13 MANUFACTURERS HANOVER CORP<	153,522	.90
14 NATIONWIDE MUTUAL INSUR CO	150,000	.88
NATIONWIDE INSUR COS/FUNDS-COMB (150000)		
15 STANFORD UNIVERSITY	139,100G	.82
16 I N C O LTD (CANADA)	131,300	.77
I N C O CAPITAL MANAGEMENT INC (131300)		
17 JOHN HANCOCK MUTUAL LIFE INSUR CO	117,100	.69
JOHN HANCOCK/FUNDS-COMBINED (117100)		
18 FIRST MANHATTAN CO	101,650	.60
19 NATIONAL SECURITIES & RESEARCH CORP*	100,600	.59
NSR ASSET MNGT/FUNDS-COMBINED (100600)		
20 PRINCETON UNIVERSITY	100,000F	.59
21 MASSACHUSETTS MUTUAL LIFE INSUR CO	93,200	.55
MASS MUTUAL INSUR CO/FUNDS-COMB (93200)		
22 NEUBERGER & BERMAN+	88,850	.52
NEUBERGER & BER MNGT/FDS-COMBINED (88850)		
23 TRAINER WORTHAM & CO	87,777	.51
24 NATIONAL CITY CORP	87,000	.51
25 FIRST ATLANTA CORP	76,400	.45
26 SHUFRO ROSE & EHRMAN	74,990	.44
27 SOROS FUND MANAGEMENT INC	70,300	.41
28 JEFFERSON-PILOT CORP<	65,000	.38
29 HELLER (WALTER E) INTERNATIONAL CORP	64,224	.38
AMERICAN NATL BK & TR CO/CHICAGO (64224)		
30 NEW ENGLAND MUTUAL LIFE INSUR CO	63,520	.37
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (63520)		
31 WELLS FARGO & CO	59,248	.35
32 TEMPLETON (JOHN M) FAMILY INTERESTS	58,000	.34
TEMPLETON INVEST CNSL LTD* (CAN) (58000)		
33 UNITED VIRGINIA BANKSHARES INC	54,850	.32
34 AMERITRUST CO	47,583	.28
35 FIDUCIARY TRUST CO OF NEW YORK	44,500	.26
FIDUCIARY TRUST/FUNDS-COMBINED (44500)		
36 COLUMBIA UNIVERSITY	40,815	.24
37 BERNSTEIN (SANFORD C) & CO INC	38,300	.22
38 SHEARSON LOEB RHOADES INC<	38,296	.22
SHEARSON MNGR/FUNDS-COMBINED (38296)		
39 AMERICAN GENERAL INSURANCE CO<	34,600	.20
AMERICAN GENL INSUR CO-COMBINED (34600)		
TOTALS	8,801,847	52.11%

TOP 5 CONTROL 27.64% OF STOCK TOP 15 CONTROL 41.82% OF STOCK
TOP 10 CONTROL 36.89% OF STOCK TOP 20 CONTROL 45.08% OF STOCK

WEYERHAEUSER

(SHARES O/S 125,223,000)

Principal Stockholders	Shares	%
1 WEYERHAEUSER FAMILY GROUP#	12,323,234	9.84
WEYERHAEUSER, GEORGE H (1860755)		
WEYERHAEUSER, C D (462479)		
OTHER FAMILY MEMBERS (10000000 EST)		
2 KIECKHEFER, ROBERT H#	3,736,556	2.98
3 DRISCOLL, W JOHN#	3,647,292	2.91
4 FIRST BANK SYSTEM INC	3,323,840	2.65
5 BANKERS TRUST NEW YORK CORP	3,230,072	2.57
WEYERHAEUSER INVESTMENT GROWTH PL-7839 PCTS (2529046)		
WEYERHAEUSER ST INV PL-8379 PCT (328346)		
6 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	2,737,458	2.18
BANK OF CALIFORNIA NA (2737458)		
7 CITICORP<	2,257,666	1.80
8 GARDNER, BOOTH#	1,373,302	1.09
9 MANUFACTURERS HANOVER CORP<	1,237,246	.98
EDIE (LIONEL D) & CO INC (1237246)		
10 HARRIS BANKCORP INC	1,211,000	.96

WEYERHAEUSER - CONTINUED

Principal Stockholders	Shares	%
11 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,150,000	.91
12 NEW YORK STATE TEACHERS RETIR FUND	1,137,900	.90
13 NATIONAL DETROIT CORP	1,092,592	.87
14 CHASE MANHATTAN CORP	1,042,266	.83
15 CALIFORNIA, UNIVERSITY OF	889,300	.71
16 MELLON NATIONAL CORP	884,894	.70
17 BANK OF NEW YORK CO INC	875,720	.69
18 MORGAN (J P) & CO INC<	795,000	.63
19 NORTHERN TRUST CORP	775,433	.61
20 DODGE & COX INC*	700,210	.55
21 GENERAL ELECTRIC CO	695,000	.55
GENERAL ELECTRIC PENSION TRUST (695000)		
22 INGRAM, E BRONSON#	674,467	.53
23 FIRST NATIONAL BOSTON CORP	644,960	.51
24 BABSON (DAVID L) & CO INC*	573,583	.45
25 PIONEER GROUP INC	554,900	.44
PIONEERING MNGT/FUNDS-COMB		
26 CONTINENTAL CORP<	444,000	.35
CONTINENTAL CORP/INSUR COS-COMB (444000)		
27 HELLER (WALTER E) INTERNATIONAL CORP	432,048	.34
AMERICAN NATL BK & TR CO/CHICAGO (432048)		
28 NATIONAL CITY CORP	397,000	.31
29 PENNSYLVANIA PUBLIC SCHOOL EMPS RETIR SYSTEM	348,600	.27
30 LINCOLN NATIONAL CORP<	339,546	.27
LINCOLN NATL INSUR/FDS-COMBINED (339546)		
31 CAPITAL GROUP INC	327,500	.26
CAPITAL GUARDIAN TRUST CO (327500)		
32 MASSACHUSETTS FINANCIAL SERVICES INC*	305,000	.24
33 KIRBY FAMILY GROUP-ALLEGHANY CORP<	300,000	.23
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (300000)		
34 CENTURY CAPITAL ASSOCIATES	299,200	.23
35 SEARS ROEBUCK & CO	294,340	.23
ALLSTATE INSUR COS/FDS-COMBINED (294340)		
36 NEW YORK STATE COMMON RETIREMENT FUND	290,000H	.23
37 DOW CHEMICAL CORP	280,864	.22
38 BATTERYMARCH FINANCIAL MNGT CORP	273,300	.21
39 MINNESOTA STATE BOARD OF INVESTMENT	267,400G	.21
40 GEORGIA STATE RETIREMENT SYSTEM	267,000	.21
41 METROPOLITAN LIFE INSURANCE CO	259,964H	.20
42 ILLINOIS STATE TEACHERS RETIR SYSTEM	250,000J	.19
TOTALS	52,939,653	42.27%

TOP 5 CONTROL 20.97% OF STOCK TOP 15 CONTROL 32.25% OF STOCK
TOP 10 CONTROL 28.01% OF STOCK TOP 20 CONTROL 35.47% OF STOCK

WHEELABRATOR-FRYE

(SHARES O/S 16,847,000)

Principal Stockholders	Shares	%
1 MARSH & MCLENNAN COS INC<	1,291,540	7.66
PUTNAM MNGT/FUNDS-COMBINED (1291540)		
2 MIDLAND BANK GROUP< (ENGLAND)	479,590	2.84
CROCKER NATIONAL CORP (479590)		
3 HARRIS BANKCORP INC	455,000	2.70
4 ROBECO (HOLLAND)	389,000H	2.30
5 CITICORP<	386,942	2.29
6 DONALDSON LUFKIN & JENRETTE INC<	386,300	2.29
7 HAMMOND, THOMAS L & ASSOCIATES	351,835	2.08
8 TIME, INC	325,000	1.92
9 MADISON FUND INC	275,000	1.63
10 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	260,800	1.54
11 NICHOLAS, CHARLES W JR#	217,942	1.29
12 MERRILL LYNCH & CO INC<	203,874	1.21
MERRILL LYNCH ASSET MNGT CO INC* (203874)		
13 CAPITAL GROUP INC	145,000	.86
CAPITAL GUARDIAN TRUST CO (50000)		
CAPITAL RES & MNGT/FUNDS-COMBINED (95000)		
14 CHASE MANHATTAN CORP	142,531	.84
15 HOSPITAL TRUST CORP	135,855	.80
16 U S TRUST CORP	123,666	.73
17 DINGMAN, MICHAEL D#	119,880	.71
18 PITTSBURGH NATIONAL CORP	114,192	.67
19 CHARTER CO<	109,162	.64
FOUNDERS MNGR/FUNDS-COMBINED (109162)		
20 MORGAN (J P) & CO INC<	100,000	.59
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (100000)		
WHEELABRATOR-FRYE - CONTINUED		
21 ROYAL INSURANCE CO LTD (ENGLAND)	78,500	.46
ROYAL INSURS COS-COMBINED (78500)		
22 ILLINOIS MUNICIPAL RETIREMENT FUND	73,000	.43
23 KENNEDY ASSOCIATES INC	69,790	.41
24 F & C MANAGEMENT LTD (ENGLAND)	66,033J	.39
25 MINNESOTA MUTUAL LIFE INSUR CO	61,200	.36
26 ALLENDALE GROUP<	59,400	.35
ALLENDALE INSUR COS-COMBINED (59400)		
27 DALSEMER, LEONARD#	51,067	.30
28 ROWE PRICE (T) & ASSOCIATES INC*	51,047	.30
29 HELLER (WALTER E) INTERNATIONAL CORP	50,212	.29
AMERICAN NATL BK & TR CO/CHICAGO (50212)		
30 WELLS FARGO & CO	47,442	.28
31 MACKAY-SHIELDS FINANCIAL CORP	47,000	.27
32 FURBACHER, STEPHEN A#	45,000J	.26
33 AMERICAN SECURITY CORP (D C)	44,294J	.26
34 SHERIFF SECURITIES CORP	44,000	.26
35 UNITED SERVICES AUTOMOBILE ASSOC	40,000	.23
USAA INVESTMENT MNGT CO (40000)		
36 G S I INC	39,000	.23
PENMARK INVESTMENTS INC (39000)		
37 INDIANA NATIONAL CORP	38,546	.22
38 DONLAN, JAMES E#	38,000J	.22
39 MONTRONE, PAUL M#	38,000J	.22
40 SCARBOROUGH, KEVIN D	36,718	.21
41 SOUTH CAROLINA NATL CORP	35,970	.21
42 OPPENHEIMER HOLDINGS INC*	35,000	.20
OPPENHEIMER FUNDS-COMBINED (35000)		
43 COCHRANE, WILLIAM H	28,436	.16
TOTALS	7,130,764	42.32%

TOP 5 CONTROL 17.81% OF STOCK TOP 15 CONTROL 32.32% OF STOCK
TOP 10 CONTROL 27.31% OF STOCK TOP 20 CONTROL 35.69% OF STOCK

WHEELING-PITTSBURGH STEEL

(SHARES O/S 3,822,000)

Principal Stockholders	Shares	%
1 TISCH FAMILY GROUP	927,000	24.25
LOEWS CORP (927000)		
2 LINDNER FAMILY GROUP-AMERICAN FINANCIAL CORP<	530,000	13.86
3 CHEMICAL NEW YORK CORP	246,972J	6.46
WHEELING-PITTSBURGH THRIFT PLAN/944 PARTICIPANTS (246972)		
4 CARNEY, DENNIS J#	32,316J	.84
5 WELLS FARGO & CO	13,000	.34
6 ESLER, GEORGE M#	11,600J	.30
7 ROSAVAGE, A RICHARD#	9,000J	.23
TOTALS	1,769,888	46.30%

TOP 5 CONTROL 45.76% OF STOCK TOP 15 CONTROL 46.30% OF STOCK
TOP 10 CONTROL 46.30% OF STOCK TOP 20 CONTROL 46.30% OF STOCK

WHIRLPOOL

(SHARES O/S 36,197,000)

Principal Stockholders	Shares	%
1 SEARS ROEBUCK & CO	1,690,238	4.66
SEARS INVEST MNGT-PEN & SAVING PLS (192730)		
ALLSTATE INSUR COS/FDS-COMBINED (1497508)		
2 TIAA-CREF	1,550,000	4.28
COLLEGE RETIREMENT EQUITIES FUND (1550000)		
3 MURCH, BOYNTON D ESTATE	1,326,940J	3.66
4 THORDIKE DORAN PAINE & LEWIS	1,309,900	3.61
THORNDIKE-WELLINGTON FUNDS-COMB (1309900)		
5 WHIRLPOOL CORP	1,189,095J	3.28
WHIRLPOOL SAV & PROF SHAR TR (1189095)		
6 FIRST BANK SYSTEM INC	1,005,135	2.77
7 BANKAMERICA CORP<	998,124	2.75
8 UPTON FAMILY INTERESTS#	838,742J	2.31
UPTON, ROBERT C (566225)		
UPTON, STEPHEN E (272517)		
9 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	835,200	2.30
10 UNITED STATES STEEL CORP	772,200	2.13
US STEEL & CARNEGIE PENSION TR (772200)		
11 CAPITAL GROUP INC	736,100	2.03
CAPITAL GUARDIAN TRUST CO (316100)		
CAPITAL RES & MNGT/FUNDS-COMBINED (420000)		

Principal Stockholders	Shares	%
WHIRLPOOL - CONTINUED		
12 NEW YORK STATE COMMON RETIREMENT FUND	725,000H	2.00
13 BROWN BROS HARRIMAN & CO	681,650	1.88
14 STRALEM & CO INC	628,400	1.73
15 AMERICAN SECURITY CORP (D C)	592,941J	1.63
16 MCCOWAN ASSOCIATES INC	555,700	1.53
17 MORGAN (J P) & CO INC<	549,000	1.51
18 NATIONAL CITY CORP	522,000	1.44
19 TEXAS TEACHERS RETIR SYSTEM	508,900	1.40
20 FIRST CHICAGO CORP<	502,167	1.38
21 OHIO STATE TEACHERS RETIR SYSTEM	499,500	1.37
22 MILLER ANDERSON & SHERRERD	377,385	1.04
23 OPPENHEIMER HOLDINGS INC+	348,900	.96
24 DETROITBANK CORP	348,517	.96
25 ROULSTON & CO INC	343,200	.94
26 TRAVELERS CORP<	341,800	.94
TRAVELERS/KEYSTONE FUNDS-COMBINED (341800)		
27 MINNESOTA STATE BOARD OF INVESTMENT	340,700G	.94
28 MELLON NATIONAL CORP	335,469	.92
29 DELAWARE MANAGEMENT CO INC*	302,200	.83
30 NORTHERN TRUST CORP	276,188	.76
31 UNITED BANKS OF COLORADO INC	268,200	.74
32 MUTUAL LIFE INSURANCE CO OF NY	240,000	.66
33 MASSACHUSETTS MUTUAL LIFE INSUR CO	230,100	.63
MASS MUTUAL INSUR CO/FUNDS-COMB (230100)		
34 AETNA LIFE & CASUALTY CO	230,000	.63
AETNA INSUR COS/FDS-COMBINED (230000)		
35 FIRST NATIONAL BOSTON CORP	227,845	.62
36 FMR CORP	221,500	.61
FIDELITY MNGT & RESEARCH CO* (100000)		
FMR/FUNDS-COMBINED (121500)		
37 HELLER (WALTER E) INTERNATIONAL CORP	199,460	.55
AMERICAN NATL BK & TR CO/CHICAGO (199460)		
38 NEW MEXICO STATE PERMANENT FUND	195,000J	.53
39 WELLS FARGO & CO	184,351	.50
40 BANKERS TRUST NEW YORK CORP	181,300	.50
41 FARMERS GROUP INC<	164,300	.45
FARMERS GROUP INSUR COS-COMBINED (164300)		
42 AMERICAN EXPRESS CO<	160,000	.44
AMERICAN EXP INSUR COS-COMBINED (160000)		
43 CONFEDERATION LIFE INSURANCE CO	151,634H	.41
44 ILLINOIS MUNICIPAL RETIREMENT FUND	150,000	.41
45 MARINE BANCORP INC	148,000	.40
46 ILLINOIS STATE TEACHERS RETIR SYSTEM	145,000J	.40
47 STATE STREET BOSTON CORP	144,130	.39
48 FIRST INTERNATIONAL BANCSHARES INC	127,500	.35
49 PLATTS, JOHN H#	119,500J	.33
50 WORCESTER BANCORP INC	111,075	.30
51 CITICORP<	110,200	.30
52 PENNSYLVANIA UNIVERSITY OF	105,000	.29
53 WISCONSIN INVESTMENT BOARD	103,300	.28
54 GARDNER & PRESTON MOSS INC	100,800	.27
55 BATTERYMARCH FINANCIAL MNGT CORP	98,300	.27
56 EATON & HOWARD VANCE SANDERS INC	96,640	.26
EATON & HOWARD VANCE/FDS-COMB (96640)		
57 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	95,100G	.26
58 CENTRAN CORP	92,235	.25
59 NEW ENGLAND MUTUAL LIFE INSUR CO	90,500	.25
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (90500)		
60 COMMERCIAL NATIONAL CORP	85,185	.23
61 REPUBLIC OF TEXAS CORP<	84,125	.23
62 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	83,568	.23
BANK OF CALIFORNIA NA (83568)		
63 FIRST PENNSYLVANIA CORP	82,000	.22
64 US & FOREIGN SECURITIES CORP	75,000	.20
65 DETROIT RETIREMENT SYSTEM	75,000J	.20
TOTALS	[illegible]	[illegible]1.84%

TOP 5 CONTROL 19.52% OF STOCK TOP 15 CONTROL 41.10% OF STOCK
TOP 10 CONTROL 31.81% OF STOCK TOP 20 CONTROL 48.39% OF STOCK

WHITE CONSOLIDATED INDS

(SHARES O/S: 13,170,000)

Principal Stockholders	Shares	%
1 REPUBLIC OF TEXAS CORP<	750,600	5.69
2 TEMPLETON (JOHN M) FAMILY INTERESTS	588,900	4.47
TEMPLETON INVEST CNSL LTD* (CAN) (588900)		
WHITE CONSOLIDATED INDUSTRIES - CONTINUED		
3 MARYLAND NATIONAL CORP	404,100	3.06
REDWOOD CAPITAL MNGT INC (404100)		
4 TIAA-CREF	400,000	3.03
COLLEGE RETIREMENT EQUITIES FUND (400000)		
5 ROWE PRICE (T) & ASSOCIATES INC*	389,060	2.95
6 NATIONAL SECURITIES & RESEARCH CORP*	347,000	2.63
NSR ASSET MNGT/FUNDS-COMBINED (347000)		
7 DELAWARE MANAGEMENT CO INC*	309,000	2.34
8 PIONEER GROUP INC	298,100	2.26
PIONEERING MNGT/FUNDS-COMB		
9 STARR (C V)-AMERICAN INTERNATIONAL GROUP<	260,000	1.97
AM INTERNL INSUR COS-COMBINED (260000)		
10 BANKERS LIFE CO	257,768	1.95
11 BATTERYMARCH FINANCIAL MNGT CORP	239,900	1.82
12 THORDIKE DORAN PAINE & LEWIS	239,800	1.82
THORNDIKE-WELLINGTON FUNDS-COMB (239800)		
13 U S TRUST CORP	205,104	1.55
14 MERCANTILE TEXAS CORP	200,345	1.52
15 AMERICAN GENERAL INSURANCE CO<	200,000	1.51
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (200000)		
16 ALEXANDER & ALEXANDER SERVICES INC	186,900	1.41
ALEXANDER & ALEXANDER SERVICES INC (186900)		
17 FRIES, VOLLMER W#	172,396J	1.30
18 ROULSTON & CO INC	154,575	1.17
19 MANDEVILLE, HUBERT T#	149,987J	1.13
20 NEW ENGLAND MUTUAL LIFE INSUR CO	138,062	1.04
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (138062)		
21 LEHMAN BROTHERS KUHN LOEB INC	137,600	1.04
LEHMAN MANAGEMENT CO INC* (137600)		
22 OPPENHEIMER HOLDINGS INC+	132,311	1.00
23 FMR CORP	123,400	.93
FIDELITY MNGT & RESEARCH CO* (50000)		
FMR/FUNDS-COMBINED (73400)		
24 MINNESOTA MUTUAL LIFE INSUR CO	109,800	.83
25 MORGAN (J P) & CO INC<	102,000	.77
26 COLUMBIA MANAGEMENT CO*	97,985	.74
27 HARRIS BANKCORP INC	90,000	.68
28 HOLDT, ROY H & ASSOCIATES#	88,453J	.67
29 SEAFIRST CORP	86,366	.65
30 POWER CORP-INVESTORS GROUP OF CANADA<	80,000	.60
GREAT-WEST LIFE INSURANCE CO (80000)		
31 WESTERN BANCORPORATION<	59,020	.44
32 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	55,000	.41
33 CONTROL DATA CORP	53,000H	.40
COMMERCIAL CREDIT/INS COS-COMBINED (53000)		
34 IRVING BANK CORP	50,000	.37
35 FIRST PENNSYLVANIA CORP	49,400	.37
36 TRAVELERS CORP<	42,000	.31
TRAVELERS/KEYSTONE FUNDS-COMBINED (42000)		
37 WARE, KARL E#	36,512J	.27
38 AETNA LIFE & CASUALTY CO	29,500H	.22
AETNA INSUR COS/FDS-COMBINED (29500)		
39 NATIONAL CITY CORP	28,000	.21
40 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	27,500J	.20
41 SCHULZE, JOHN B#	27,201J	.20
TOTALS	7,396,645	56.16%

TOP 5 CONTROL 19.23% OF STOCK TOP 15 CONTROL 38.64% OF STOCK
TOP 10 CONTROL 30.40% OF STOCK TOP 20 CONTROL 44.73% OF STOCK

WHITE MOTOR

(SHARES O/S: 9,356,000)

Principal Stockholders	Shares	%
1 [illegible]S, CRUSE W#	205,000J	2.19
2 [illegible]UDSEN, SEMON E#	77,000J	.82
3 LEHMAN BROTHERS KUHN LOEB INC	70,000	.74
LEHMAN MANAGEMENT CO INC* (70000)		
4 RCA CORP	51,400H	.54
CIT FINANCIAL CORP< (51400)		
5 SEARS ROEBUCK & CO	50,200	.53
ALLSTATE INSUR COS/FDS-COMBINED (50200)		
6 ASKINS, WALLACE B#	28,100J	.30
TOTALS	481,700	5.14%

WHITE MOTOR - CONTINUED

TOP 5 CONTROL 4.84% OF STOCK TOP 15 CONTROL 5.14% OF STOCK
TOP 10 CONTROL 5.14% OF STOCK TOP 20 CONTROL 5.14% OF STOCK

WHITTAKER

(SHARES O/S: 13,534,000)

Principal Stockholders	Shares	%
1 OLAYMAN, SULIMAN S (SAUDI ARABIA)	1,500,000	11.08
OLAYMAN INVEST CO ESTAB (1500000)		
2 CONTINENTAL ILLINOIS CORP	1,399,466	10.34
WHITTAKER SAV & ST INV PL/3000 (736000)		
3 HARRIS BANKCORP INC	939,000	6.93
4 REPUBLIC OF TEXAS CORP<	679,100	5.01
5 STEIN ROE & FARNHAM*	314,750	2.32
6 ROSENBERG CAPITAL MANAGEMENT	259,800	1.91
7 EQUITABLE LIFE ASSUR SOCIETY OF US	240,300	1.77
8 KIRBY FAMILY GROUP-ALLEGHANY CORP<	224,200	1.65
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (224200)		
9 WAITE & CORRENTI	213,000	1.57
10 MIDLAND BANK GROUP< (ENGLAND)	178,700	1.32
CROCKER NATIONAL CORP (178700)		
11 CAMPBELL ADVISORS INC	174,920	1.29
12 CAPITAL GROUP INC	170,000	1.25
CAPITAL GUARDIAN TRUST CO (45000)		
CAPITAL RES & MNGT/FUNDS-COMBINED (125000)		
13 FMR CORP	169,600	1.25
FIDELITY MNGT & RESEARCH CO* (169600)		
14 REZNICK, ROBERT#	162,351J	1.19
15 WHITTAKER, WILLIAM R#	156,224J	1.15
16 MADISON FUND INC	150,000	1.10
17 CONNECTICUT GENERAL INSURANCE CORP	127,700	.94
CONN GENL INSUR COS/FDS-COMBINED (127700)		
18 KLEIMAN, JOSEPH#	111,130J	.82
19 MANUFACTURERS HANOVER CORP<	105,019	.77
20 FIRST PENNSYLVANIA CORP	98,800	.73
21 FIRST INVESTORS CORP*	98,200	.72
22 ALIBRANDI, JOSEPH F#	82,600J	.61
23 CITICORP<	82,400	.60
24 MORGAN (J P) & CO INC<	81,000	.59
25 AMERICAN GENERAL INSURANCE CO<	75,000	.55
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (75000)		
26 FIRST CHICAGO CORP<	74,506	.55
27 WESTERN BANCORPORATION<	66,500	.49
28 FIRST NATIONAL BANCORP INC	64,600	.47
29 SASS (MARTIN D)	63,350	.46
30 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	51,000	.37
31 HELLER (WALTER E) INTERNATIONAL CORP	50,900	.37
AMERICAN NATL BK & TR CO/CHICAGO (50900)		
32 DASSIGNIES, JEAN DALIGNY (FRANCE)	50,250	.37
33 MASSACHUSETTS FINANCIAL SERVICES INC*	50,000	.36
34 DERBYSHIRE, HARRY S#	46,349J	.34
35 BANK OF TOKYO LTD	40,310	.29
36 FLETCHER, FREDERICK F#	40,000E	.29
37 CHEMICAL NEW YORK CORP	33,000	.24
38 PHOENIX MUTUAL LIFE INSURANCE CO	31,000	.22
PHOENIX FUNDS-COMBINED (31000)		
TOTALS	8,455,025	62.47%

TOP 5 CONTROL 35.70% OF STOCK TOP 15 CONTROL 50.10% OF STOCK
TOP 10 CONTROL 43.95% OF STOCK TOP 20 CONTROL 54.48% OF STOCK

WILLAMETTE INDUSTRIES

(SHARES O/S: 14,375,000)

Principal Stockholders	Shares	%
1 WESTERN BANCORPORATION	1,578,881	10.98
WILLAMETTE INDS ST PUR PL/1315 (347771)		
2 CLARK, MAURIE D#	1,480,974J	10.30
3 SWINDELLS, WM JR & FAMILY#	668,841J	4.65
4 KELLER, RICHARD B & FAMILY#	649,280J	4.51
5 UNITED STATES STEEL CORP	404,986	2.81
US STEEL & CARNEGIE PENSION TR (404986)		
6 MORGAN (J P) & CO INC<	399,000	2.77
7 WHEELER, SAMUEL C & FAMILY#	360,282J	2.50
8 KUHN, CHARLES B & FAMILY#	357,432J	2.48
9 WELLS FARGO & CO	318,015	2.21
10 FIRST BANK SYSTEM INC	258,672	1.79
11 US BANCORP	214,696	1.49
12 SHELK, STUART#	159,235H	1.10
13 BRUNDAGE STORY & ROSE	144,842	1.00
14 STEIN ROE & FARNHAM*	131,480	.91
15 BABSON (DAVID L) & CO INC*	120,814	.84
16 MASSACHUSETTS MUTUAL LIFE INSUR CO	106,598	.74
MASS MUTUAL INSUR CO/FUNDS-COMB (106598)		
17 SHEARSON LOEB RHOADES INC<	104,713	.72
BOSTON CO INC (104713)		
18 TRANSAMERICA CORP<	81,115	.56
TRANSAMERICA INSUR COS/FDS-COMB (81115)		
19 COLUMBIA UNIVERSITY	74,270	.51
20 FIDUCIARY TRUST CO OF NEW YORK	63,559	.44
FIDUCIARY TRUST/FUNDS-COMBINED (63559)		
21 HUNT, DAVIS	63,121	.43
22 SWISS REINSURANCE CO (SWITZERLAND)	60,255	.41
23 KNUDSON, GENE D & FAMILY#	55,217J	.38
24 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	48,066	.33
BANK OF CALIFORNIA NA (48066)		
25 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	46,986	.32
26 DOZORETZ, LEO#	46,476J	.32
27 GENERAL ELECTRIC CO	45,000	.31
GENERAL ELECTRIC PENSION TRUST (45000)		
28 MINNESOTA MUTUAL LIFE INSUR CO	42,747	.29
29 CONNECTICUT STATE TRUST FUND	41,972J	.29
30 F B T BANCORP INC	38,634	.26
31 MIDLAND BANK GROUP< (ENGLAND)	34,874	.24
CROCKER NATIONAL CORP (34874)		
32 FIRST PENNSYLVANIA CORP	29,025	.20
TOTALS	8,230,058	57.25%

TOP 5 CONTROL 33.27% OF STOCK TOP 15 CONTROL 50.41% OF STOCK
TOP 10 CONTROL 45.05% OF STOCK TOP 20 CONTROL 53.40% OF STOCK

WILLIAMS COS

(SHARES O/S: 27,176,000)

Principal Stockholders	Shares	%
1 WILLIAMS FAMILY INTERESTS#	1,504,664J	5.53
WILLIAMS, CHARLES P (853560)		
WILLIAMS, JOHN H (507175)		
WILLIAMS, JOSEPH H (143929)		
2 CITICORP<	1,001,647	3.68
3 MORGAN (J P) & CO INC<	828,000	3.04
4 CONNECTICUT GENERAL INSURANCE CORP	670,000	2.46
CONN GENL INSUR COS/FDS-COMBINED (670000)		
5 ROWE PRICE (T) & ASSOCIATES INC*	514,500	1.89
6 KIRBY FAMILY GROUP-ALLEGHANY CORP<	455,150	1.67
ALLEGHANY CORP (455150)		
7 AETNA LIFE & CASUALTY CO	426,600H	1.56
AETNA INSUR COS/FDS-COMBINED (426600)		
8 SEARS ROEBUCK & CO	426,200	1.56
SEARS INVEST MNGT-PEN & SAVING PLS (426200)		
9 SHEARSON LOEB RHOADES INC<	401,293	1.47
BERNSTEIN-MACAULEY INC (171900)		
BOSTON CO INC (229393)		
10 NEW YORK CITY COMPTROLLER'S OFFICE	396,000	1.45
11 MERCANTILE BANCORPORATION INC	389,635	1.43
12 CONTINENTAL ILLINOIS CORP	381,295	1.40
13 NORTHERN TRUST CORP	377,843	1.39
14 MINNESOTA STATE BOARD OF INVESTMENT	355,800G	1.30
15 FORSTMANN-LEFF ASSOCIATES	317,500	1.16
16 MUTUAL LIFE INSURANCE CO OF NY	314,700	1.15
17 EQUITABLE LIFE ASSUR SOCIETY OF US	296,300	1.09
18 PITTSBURGH NATIONAL CORP	288,350	1.06
19 ATLANTA CAPITOL CORP	258,200	.95
20 FORD FOUNDATION	255,000	.93
21 CHEMICAL NEW YORK CORP	251,825	.92
22 MASSACHUSETTS FINANCIAL SERVICES INC*	250,000	.91
23 LEHMAN BROTHERS KUHN LOEB INC (60300)	245,300	.90
LEHMAN MANAGEMENT CO INC* (185000)		
24 NEUBERGER & BERMAN*	227,400	.83
NEUBERGER & BER MNGT/FDS-COMBINED (227400)		
25 FMR CORP	226,900	.83
FIDELITY MNGT & RESEARCH CO* (149900)		
FMR/FUNDS-COMBINED (77000)		
26 CENTURY CAPITAL ASSOCIATES	213,500	.78
27 CARPENTER, DON G	205,969C	.75

Principal Stockholders	Shares	%
WILLIAMS COMPANIES - CONTINUED		
28 ROBECO (HOLLAND)	200,000H	.73
29 LUNDBERG, KENNETH	200,000X	.73
30 BANCOKLAHOMA CORP/BK OF OKLAHOMA NA	197,486	.72
31 JOHN HANCOCK MUTUAL LIFE INSUR CO	192,800	.70
JOHN HANCOCK/FUNDS-COMBINED (192800)		
32 BROWN BROS HARRIMAN & CO	190,500	.70
33 GENERAL ELECTRIC CO	185,000	.68
ELFUN TRUSTS (60000)		
GENERAL ELECTRIC PENSION TRUST (125000)		
34 GATES RUBBER CO<	180,000	.66
FINANCIAL PROGRAMS INC* (180000)		
35 FIRST BANK SYSTEM INC	161,050	.59
36 BARBER OIL CORP	160,875C	.59
37 MC MORGAN & CO	154,000	.56
38 MADISON FUND INC	150,000	.55
39 AMERICAN GENERAL INSURANCE CO<	150,000	.55
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (150000)		
40 SHEAR, CHARLES A	134,550C	.49
41 LIBERTY NATIONAL CORP	131,585	.48
WILLIAMS COS EMP INV PL-3433 PCT (131585)		
42 FORT HILL INVESTORS MANAGEMENT CORP	130,800	.48
43 ELLBOGEN, JOHN P	130,650C	.48
44 WELLS FARGO & CO	128,550	.47
45 FIDELCOR INC	128,271	.47
46 OPPENHEIMER HOLDINGS INC+	126,100	.46
47 FIDUCIARY TRUST CO OF NEW YORK	114,670	.42
FIDUCIARY TRUST/FUNDS-COMBINED (114670)		
48 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	104,300	.38
ROTHSCHILD CO (104300)		
49 CRITERON MANAGEMENT CORP	100,455	.36
50 BANKERS TRUST NEW YORK CORP	95,400	.35
51 WILKINS & NANOVIC ASSOCIATES	95,300	.35
52 BANKAMERICA CORP<	87,200	.32
53 HELLER (WALTER E) INTERNATIONAL CORP	86,550	[illegible]
AMERICAN NATL BK & TR CO/CHICAGO (86550)		
54 FLORIDA STATE BOARD OF ADMINISTRATION	85,000	.31
55 KELLER, MARVIN A	82,729C	.30
56 STATE MTL LIFE ASSUR CO OF AMERICA	82,500	.30
STATE MTL LIFE INSUR/FDS-COMBINED (82500)		
57 UNION CARBIDE CORP	82,200	.30
58 NORTHWEST BANCORPORATION<	78,766	.28
NORTHWESTERN NATL BK MINNEAPOLIS (78766)		
59 PENN MUTUAL LIFE INSURANCE CO	78,200	.28
60 VILAS FISCHER ASSOCIATES LTD	75,000	.27
61 BARRETT, WILLIAM J	74,451C	.27
62 MARSH & MCLENNAN COS INC<	74,000	.27
EBERSTADT ASSET MNGT/FDS-COMBINED (74000)		
63 NEVADA PUBLIC EMPLOYEES RETIR SYSTEM	70,600	.25
64 GULF & WESTERN INDUSTRIES INC<	70,000	.25
65 SHAWMUT CORP	68,700	.25
66 CAPITAL CONSULTANTS INC	65,550	.24
67 DARTMOUTH COLLEGE	65,000J	.23
68 STEIN ROE & FARNHAM*	65,000	.23
69 TRAINER WORTHAM & CO	61,000	.22
70 U S TRUST CORP	60,307	.22
71 POWER CORP-INVESTORS GROUP OF CANADA<	60,000	.22
INVESTORS SECURITIES MANAGEMENT CORP* (6000		
72 AMERICAN FAMILY INSURANCE GROUP	60,000H	.22
73 TRUST CO OF THE WEST	59,600	.21
T C W ASSET MANAGEMENT CO (59600)		
74 BATTERYMARCH FINANCIAL MNGT CORP	56,200	.20
75 STATE STREET RESEARCH & MANAGEMENT CO*	55,358	.20
TOTALS	16,725,824	61.54%

TOP 5 CONTROL 16.62% OF STOCK TOP 15 CONTROL 31.07% OF STOCK
TOP 10 CONTROL 24.37% OF STOCK TOP 20 CONTROL 36.27% OF STOCK

WITCO CHEMICAL

(SHARES O/S 8,803,000)

Principal Stockholders	Shares	%
1 WISHNICK FAMILY INTERESTS#	1,172,186J	13.31
WISHNICK, JOHN H (207364)		
WISHNICK, WILLIAM (310519)		
WISHNICK, ROBERT I ESTATE OF (203747)		
OTHER FAMILY MEMBERS (450556)		
2 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	397,050J	4.51
WITCO CHEMICAL - CONTINUED		
3 PIONEER GROUP INC	347,650	3.94
PIONEERING MNGT/FUNDS-COMB		
4 CAPITAL GROUP INC	314,000	3.56
CAPITAL GUARDIAN TRUST CO (114000)		
CAPITAL RES & MNGT/FUNDS-COMBINED (200000)		
5 NEUBERGER & BERMAN+	230,367	2.61
NEUBERGER & BER MNGT/FDS-COMBINED (230367)		
6 MORGAN (J P) & CO INC<	208,000	2.36
7 HARRIS ASSOCIATES INC*	186,050	2.11
8 AMERITRUST CO	147,182	1.67
9 STANFORD UNIVERSITY	117,725G	1.33
10 BATTERYMARCH FINANCIAL MNGT CORP	114,550	1.30
11 REPUBLIC OF TEXAS CORP<	107,600	1.22
12 FIRST MANHATTAN CO	79,325	.90
13 CHASE MANHATTAN CORP	67,066	.76
14 COLORADO NATIONAL BANKSHARES INC	66,750	.75
15 SONNEBORN, HENRY 3RD FAMILY & ASSOC#	60,610J	.68
16 LINCOLN FIRST BANKS INC	56,450	.64
17 ALLENDALE GROUP<	50,000	.56
ALLENDALE INSUR COS-COMBINED (50000)		
18 FELDMAN, ROBERT L#	49,877J	.56
19 CRITERON MANAGEMENT CORP	43,900	.49
20 AMERICAN GENERAL INSURANCE CO<	40,500	.46
AMERICAN GENL INSUR CO-COMBINED		
AMERICAN GENERAL FDS-COMBINED (40500)		
21 MANUFACTURERS HANOVER CORP<	38,455	.43
22 CONFEDERATION LIFE INSURANCE CO	32,426H	.36
23 WESTERN BANCORPORATION<	27,102	.30
24 ROTHBERG, SAMUEL#	26,250J	.29
25 BANKERS TRUST NEW YORK CORP	25,200	.28
26 WRIGHT INVESTORS' SERVICE	22,000	.24
27 FIRST KENTUCKY NATL CORP	20,800	.23
28 BALTIMORE EMPLOYEES RETIREMENT SYSTEM	20,200J	.22
29 ASHE, WILLIAM J#	20,023J	.22
30 DEERE & CO	19,300	.21
31 CONTINENTAL ILLINOIS CORP	18,325	.20
32 TRAVELERS CORP<	17,900	.20
TRAVELERS/KEYSTONE FUNDS-COMBINED (17900)		
TOTALS	4,144,819	47.08%

TOP 5 CONTROL 27.95% OF STOCK TOP 15 CONTROL 41.07% OF STOCK
TOP 10 CONTROL 36.74% OF STOCK TOP 20 CONTROL 43.81% OF STOCK

WRIGHLEY (WM) JR

(SHARES O/S 7,874,000)

Principal Stockholders	Shares	%
1 WRIGLEY FAMILY INTERESTS#	2,758,926J	35.03
WRIGLEY, WILLIAM (475612)		
OFFIELD, WRIGLEY (315506)		
WRIGLEY, PHILIP K ESTATE OF (1481118)		
WRIGLEY, HELEN A ESTATE OF (43448)		
OFFIELD, DOROTHY W ESTATE OF (443242)		
2 NORTHERN TRUST CORP	823,400	10.45
WRIGLEY SPECIAL INVESTMENT & SAVINGS PLAN-2554 PCTS (65396)		
3 AMERICAN HOME PRODUCTS CORP	756,000J	9.60
4 FIRST CHICAGO CORP<	298,174	3.78
5 BETHLEHEM STEEL CORP	230,000	2.92
BETHLEHEM STEEL CORP PENSION PL (230000)		
6 FIRST MANHATTAN CO	105,380	1.33
7 SBHU HOLDINGS INC	100,000	1.27
8 WESTERN BANCORPORATION<	68,100	.86
9 CHEMICAL NEW YORK CORP	48,400	.61
10 MORGAN (J P) & CO INC<	39,000	.49
11 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	36,900	.46
12 CITICORP<	35,788	.45
13 HARRIS BANKCORP INC	35,000	.44
14 WELLS FARGO & CO	30,170	.38
15 NATIONAL BOULEVARD BANK OF CHICAGO	30,000	.38
16 SEARS ROEBUCK & CO	27,400	.34
ALLSTATE INSUR COS/FDS-COMBINED (27400)		
17 HAGENAH, W J JR#	27,082J	.34
18 HELLER (WALTER E) INTERNATIONAL CORP	26,400	.33
AMERICAN NATL BK & TR CO/CHICAGO (26400)		
19 OPPENHEIMER HOLDINGS INC+	18,900	.24
20 CONTINENTAL ILLINOIS CORP	16,192	.20

Principal Stockholders	Shares	%
WRIGHLEY - CONTINUED		
21 LEHIGH UNIVERSITY	16,000F	.20
TOTALS	5,527,212	70.19%

TOP 5 CONTROL 61.80% OF STOCK TOP 15 CONTROL 68.51% OF STOCK
TOP 10 CONTROL 66.38% OF STOCK TOP 20 CONTROL 69.99% OF STOCK

WYMAN-GORDON

(SHARES O/S 9,024,000)

	Shares	%
1 STODDARD FAMILY INTERESTS#	2,659,700	29.47
STODDARD, ROBERT W & FAMILY (911240)		
FLETCHER, PARIS & FAMILY (729440)		
STODDARD CHARITABLE TRUST (891440)		
KING, B A (87580)		
2 FULLER (GEORGE F & SYBIL H) FOUND# (1834672)	1,889,472	20.93
DURYEE, SACKETT R (54800)		
3 WORCESTER BANCORP INC	1,052,380	11.66
4 HERRICK FAMILY INTERESTS#	812,000	8.99
MANUFACTURES CO (800000)		
MUMFORD, GEORGE S JR (12000)		
5 KEMPER FAMILY GROUP	445,600	4.93
KEMPER INSUR COS/FDS-COMBINED (445600)		
6 WELLS FARGO & CO	215,830	2.39
7 BRUNDAGE STORY & ROSE	187,825	2.08
8 HARVARD UNIVERSITY	142,466	1.57
9 CONTINENTAL GROUP INC<	125,000	1.38
CONTINENTAL FINL SERVICES CO (125000)		
10 GULF & WESTERN INDUSTRIES INC<	119,000	1.31
11 PHIPPS FAMILY INTERESTS	101,550	1.12
BESSEMER TRUST CO NA (101550)		
12 CARTER, JOSEPH R#	70,815	.78
13 U S TRUST CORP	51,250	.56
14 DETROITBANK CORP	49,730	.55
15 PIONEER GROUP INC	47,000	.52
PIONEERING MNGT/FUNDS-COMB		
16 PHANEUF, FREDERICK L#	34,300	.38
17 FIDUCIARY TRUST CO (BOSTON)	30,628	.33
18 BULLOCK, JOHN R#	30,240	.33
19 CAPITAL GROUP INC	28,000	.31
CAPITAL GUARDIAN TRUST CO (28000)		
20 HOSPITAL TRUST CORP	20,380	.22
21 TRAVELERS CORP<	20,000	.22
TRAVELERS/KEYSTONE FUNDS-COMBINED (20000)		
22 FIRST CHICAGO CORP<	20,000	.22
23 BANKERS TRUST NEW YORK CORP	19,545	.21
24 BERKLAND, KENNETH H	19,280	.21
25 ZELL, ROBERT E#	19,040	.21
TOTALS	8,211,031	90.99%

TOP 5 CONTROL 76.01% OF STOCK TOP 15 CONTROL 88.31% OF STOCK
TOP 10 CONTROL 84.76% OF STOCK TOP 20 CONTROL 89.90% OF STOCK

XEROX

(SHARES O/S 84,125,000)

	Shares	%
1 CAPITAL GROUP INC	1,813,806	2.15
CAPITAL GUARDIAN TRUST CO (1131700)		
CAPITAL RES & MNGT/FUNDS-COMBINED (682106)		
2 MORGAN (J P) & CO INC< (1439000)	1,637,000	1.94
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (198000)		
3 NATIONAL DETROIT CORP	1,381,129	1.64
4 MANUFACTURERS HANOVER CORP< (216696)	1,171,809	1.39
EDIE (LIONEL D) & CO INC (955113)		
5 BANKERS TRUST NEW YORK CORP	1,101,186	1.30
6 GENERAL ELECTRIC CO	1,062,600	1.26
ELFUN TRUSTS (180000)		
GENERAL ELECTRIC PENSION TRUST (882600)		
7 CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	1,012,700	1.20
8 CHASE MANHATTAN CORP	1,001,756	1.19
9 ROWE PRICE (T) & ASSOCIATES INC*	949,220	1.12
10 PRUDENTIAL INSURANCE CO OF AM	896,400	1.06
PRUDENTIAL INSUR COS/FUNDS-COMB (896400)		
11 SHEARSON LOEB RHOADES INC<	870,666	1.03
BERNSTEIN-MACAULEY INC (341100)		
BOSTON CO INC (529566)		

Principal Stockholders	Shares	%
XEROX - CONTINUED		
12 LINCOLN FIRST BANKS INC	777,384	.92
13 STATE FARM MUTL AUTOMOBILE INSUR CO	774,900H	.92
STATE FARM INSUR COS-COMBINED (774900)		
14 THORDIKE DORAN PAINE & LEWIS	770,000	.91
THORNDIKE-WELLINGTON FUNDS-COMB (770000)		
15 NEW YORK STATE TEACHERS RETIR FUND	756,300	.89
16 BROWN BROS HARRIMAN & CO	740,614	.88
17 NEW ENGLAND MUTUAL LIFE INSUR CO	723,222	.85
LOOMIS-SAYLES MNGR/FUNDS-COMBINED (723222)		
18 NEW YORK STATE COMMON RETIREMENT FUND	718,900H	.85
19 FIRST NATIONAL BOSTON CORP	681,875	.81
20 FIRST CHICAGO CORP<	653,740	.77
21 TRUST CO OF THE WEST	645,050	.76
T C W ASSET MANAGEMENT CO (645050)		
22 TIAA-CREF	630,000	.74
COLLEGE RETIREMENT EQUITIES FUND (630000)		
23 ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	605,824	.72
BANK OF CALIFORNIA NA (605824)		
24 MASSACHUSETTS FINANCIAL SERVICES INC*	580,000	.68
25 UNITED STATES STEEL CORP	535,571	.63
US STEEL & CARNEGIE PENSION TR (535571)		
26 CALIFORNIA, UNIVERSITY OF	516,528	.61
27 SAROFIM (FAYEZ) & CO	513,252	.61
28 HARRIS BANKCORP INC	502,000	.59
29 BABSON (DAVID L) & CO INC*	500,454	.59
30 SCUDDER STEVENS & CLARK CO*	480,012	.57
31 NEW JERSEY DIVISION OF INVESTMENTS	470,000J	.55
32 LAZARD FRERES & CO	465,423	.55
33 U S TRUST CORP	426,496	.50
34 TEXAS TEACHERS RETIR SYSTEM	420,300	.49
35 WELLS FARGO & CO	418,211	.49
36 BANK OF NEW YORK CO INC	411,409	.48
37 CONNECTICUT GENERAL INSURANCE CORP	411,300	.48
CONN GENL INSUR COS/FDS-COMBINED (411300)		
38 NEW YORK CITY TEACHERS RETIREMENT SYSTEM	410,600G	.48
39 ROCHESTER UNIVERSITY	401,000	.47
40 REPUBLIC OF TEXAS CORP<	388,702	.46
41 NORTHERN TRUST CORP	385,128	.46
42 CHEMICAL NEW YORK CORP	366,006	.43
43 EATON & HOWARD VANCE SANDERS INC	365,757	.43
EATON & HOWARD VANCE/FDS-COMB (365757)		
44 KIRBY FAMILY GROUP-ALLEGHANY CORP<	350,000	.41
INVESTORS DIVERSIFIED SER INC*		
IDS FUNDS-COMBINED (350000)		
45 STRALEM & CO INC	345,300	.41
46 AMERITRUST CO	341,137	.40
47 NEUBERGER & BERMAN*	325,955	.38
NEUBERGER & BER MNGT/FDS-COMBINED (325955)		
48 MARSH & MCLENNAN COS INC<	323,800	.38
EBERSTADT ASSET MNGT/FDS-COMBINED (323800)		
49 CBT CORP	311,880	.37
50 TEXAS PERMANENT SCHOOL FUND	311,100	.36
51 HELLER (WALTER E) INTERNATIONAL CORP	309,778	.36
AMERICAN NATL BK & TR CO/CHICAGO (309778)		
52 WESTERN BANCORPORATION<	303,947	.36
53 SEARS ROEBUCK & CO	302,529	.35
ALLSTATE INSUR COS/FDS-COMBINED (302529)		
54 DODGE & COX INC*	301,018	.35
55 HARVARD UNIVERSITY	295,481	.35
56 FIFTH THIRD BANK	295,359	.35
57 HARTFORD NATIONAL CORP	290,533	.34
58 ATLANTA CAPITOL CORP	288,700	.34
59 BEA ASSOCIATES INC	286,737	.34
60 CONTINENTAL INVESTMENT CORP<	282,100	.33
WADDELL & REED FDS-COMBINED (282100)		
61 CONTINENTAL CORP<	279,300	.33
CONTINENTAL CORP/INSUR COS-COMB (279300)		
62 CITICORP<	276,108	.32
63 WERTHEIM & CO INC	261,480	.31
64 CAPITAL SUPERVISORS INC	249,635	.29
65 CONTINENTAL ILLINOIS CORP	246,731	.29
66 OHIO PUBLIC EMPLOYEES RETIR SYSTEM	246,599	.29
67 ROCKEFELLER FAMILY INTERESTS	241,475	.28
ROCKEFELLER & CO INC (241475)		
68 OPPENHEIMER HOLDINGS INC*	240,679	.28
69 MINNESOTA STATE BOARD OF INVESTMENT	236,410G	.28
70 LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	235,000J	.27
71 ROBECO (HOLLAND)	230,000H	.27

Principal Stockholders	Shares	%
XEROX - CONTINUED		
72 DONALDSON LUFKIN & JENRETTE INC<	221,650	.26
73 NATIONAL CITY CORP	211,000	.25
74 BATTERYMARCH FINANCIAL MNGT CORP	204,000	.24
75 MERCANTILE BANCORPORATION INC	200,883	.23
76 FIDUCIARY TRUST CO OF NEW YORK	198,283	.23
FIDUCIARY TRUST/FUNDS-COMBINED (198283)		
77 NEW ENGLAND MERCHANTS CO INC	196,572	.23
78 MUTUAL LIFE INSURANCE CO OF NY	190,500	.22
79 PITTSBURGH NATIONAL CORP	183,355	.21
80 NEW YORK CITY COMPTROLLER'S OFFICE	180,700	.21
81 METROPOLITAN LIFE INSURANCE CO	180,250H	.21
82 CENTRAN CORP	177,279	.21
83 COLUMBIA MANAGEMENT CO*	177,100	.21
84 FIRST WISCONSIN CORP	175,392	.20
85 PRINCETON UNIVERSITY	175,303F	.20
86 OREGON PUBLIC EMPLOYEES RETIR SYSTEM	154,000	.18
TOTALS	41,182,268	48.95%

TOP 5 CONTROL 8.44% OF STOCK TOP 15 CONTROL 18.99% OF STOCK
TOP 10 CONTROL 14.29% OF STOCK TOP 20 CONTROL 23.17% OF STOCK

ZENITH RADIO

(SHARES O/S 18,836,000)

Principal Stockholders	Shares	%
1 TRAVELERS CORP<	307,200	1.63
TRAVELERS/KEYSTONE FUNDS-COMBINED (307200)		
2 BERNHARD (ARNOLD) & CO INC*	275,000	1.45
VALUE LINE MNGR/FUNDS-COMBINED (275000)		
3 FIRST CHICAGO CORP<	262,990	1.39
ZENITH PROFIT SHARING RETIR PL (137800)		
4 SUN LIFE ASSURANCE CO OF CANADA	227,500	1.20
5 CONNECTICUT GENERAL INSURANCE CORP	214,300	1.13
CONN GENL INSUR COS/FDS-COMBINED (214300)		
6 ROBECO (HOLLAND)	200,000H	1.06
7 WRIGHT-KINNEY INTERESTS#	181,546J	.96
WRIGHT, JOSEPH S & FAMILY (29193)		
KINNEY, EUGENE M & FAMILY (37801)		
MCDONALD (JEAN MARIANNE) TRUST NO2 (114552)		
8 AMERICAN NATIONAL FINANCIAL CORP<	150,000H	.79
AMER NATL INSUR COS/FDS-COMBINED (150000)		
9 MORGAN (J P) & CO INC<	100,000	.53
MORGAN GUARANTY TRUST CO OF NY		
MORGAN GUARANTY FUNDS-COMBINED (100000)		
10 HELLER (WALTER E) INTERNATIONAL CORP	96,754	.51
AMERICAN NATL BK & TR CO/CHICAGO (96754)		
11 CONTINENTAL ILLINOIS CORP	92,956	.49
12 NEW YORK CITY COMPTROLLER'S OFFICE	85,900	.46
13 BOATMENS BANKSHARES INC	80,930	.42
14 ILLINOIS STATE TEACHERS RETIR SYSTEM	73,000J	.38
15 SCUDDER STEVENS & CLARK CO*	71,640	.38
16 WELLS FARGO & CO	65,205	.34
17 LEHMAN BROTHERS KUHN LOEB INC	59,900	.31
LEHMAN MANAGEMENT CO INC* (59900)		
18 KLUCKMAN, REVONE W#	59,500J	.31
19 FISHER, WALTER C#	55,000J	.29
20 PROVIDENT NATIONAL CORP<	50,000	.26
21 NEUBERGER & BERMAN+	48,500	.25
NEUBERGER & BER MNGT/FDS-COMBINED (48500)		
22 STEIN ROE & FARNHAM*	44,200	.23
23 HORN, KARL H#	44,000J	.23
TOTALS	2,846,021	15.10%

TOP 5 CONTROL 6.83% OF STOCK TOP 15 CONTROL 12.84% OF STOCK
TOP 10 CONTROL 10.69% OF STOCK TOP 20 CONTROL 14.38% OF STOCK

Principal Stockholders	Shares	%

Index to Top Five Stockholders

P Indicates that more than half of the bank's holding is attributable to an employee thrift, saving or profit sharing plan trusted by the bank.

A

Top Five Stockholder	Rank	%	Profiled Company
ABBOTT LABORATORIES	1	5.64P	ABBOTT LABORATORIES
ABERCROMBIE FAMILY INTERESTS	1	55.82	CAMERON IRON WORKS
ADDOMS, SAMUEL D	4	.80	MONFORT OF COLORADO
AETNA LIFE & CASUALTY CO	2	2.74	WEST POINT-PEPPERELL
AETNA LIFE & CASUALTY CO	3	2.05	STANADYNE
AFFILIATED BANKSHARES OF COLORADO INC	3	2.02	MONFORT OF COLORADO
AKZO N V (NETHERLANDS)	1	65.79	AKZONA
ALABAMA BANCORP	1	6.18	ROYAL CROWN COMPANIES
ALABAMA BANCORP	2	7.80	VULCAN MATERIALS
ALDEN (GEORGE I) TRUST	2	6.20	NORTON
ALDEN, C WHITCOMB JR	5	2.68	GENERAL HOST
ALEXANDER & ALEXANDER SERVICES INC	4	3.53	VARIAN ASSOCIATES
ALEXANDER & BALDWIN INC	1	20.83	PACIFIC RESOURCES
ALEXANDER, NORMAN E	1	32.98	SUN CHEMICAL
ALEXANDER, WALTER FAMILY	4	2.94	MASONITE
ALLEN FAMILY INTERESTS	1	6.50	COLUMBIA PICTURES
ALLEN FAMILY INTERESTS	1	16.43	OGDEN
ALLEN, HERBERT A FAMILY INTERESTS	1	9.89	DPF
ALLEN, ROBERT H	5	1.64	GULF RESOURCES & CHEMICAL
AMERADA HESS CORP	2	5.26	LOUISIANA LAND & EXPLOR
AMERICAN EXPRESS CO	5	1.61	FIELDCREST MILLS
AMERICAN FLETCHER CORP	3	2.55	BALL
AMERICAN FLETCHER CORP	3	3.26	LILLY (ELI)
AMERICAN FLETCHER CORP	5	.85	NATL DISTILLERS & CHEM
AMERICAN GENERAL INSURANCE CO	2	3.50	SCOVILL
AMERICAN GENERAL INSURANCE CO	3	4.45	SKYLINE
AMERICAN GENERAL INSURANCE CO	4	.39	AMERICAN PETROFINA
AMERICAN GENERAL INSURANCE CO	5	3.31	HART SCHAFFNER & MARX
AMERICAN GENERAL INSURANCE CO	5	3.08	MATTEL
AMERICAN HOME PRODUCTS CORP	3	9.60	WRIGHLEY (WM) JR
AMERICAN INVESTORS CORP	4	2.76	WARNACO
AMERICAN NATIONAL FINANCIAL CORP	5	3.76	BELL & HOWELL
AMERICAN NATIONAL FINANCIAL CORP	5	1.94	SHERWIN-WILLIAMS
AMERICAN SECURITY CORP	4	9.74P	WASHINGTON POST
AMERITRUST CORP	1	5.71P	EATON
AMERITRUST CORP	1	39.46P	SHERWIN-WILLIAMS
AMERITRUST CORP	2	3.40P	DIAMOND SHAMROCK
AMERITRUST CORP	2	3.36P	DOW CHEMICAL
AMERITRUST CORP	2	14.39	FIRESTONE TIRE & RUBBER
AMERITRUST CORP	2	9.94	KELLOGG
AMERITRUST CORP	2	6.29	TIMKEN
AMERITRUST CORP	3	3.16	LUBRIZOL
AMERITRUST CORP	4	1.74	BORDEN
AMERITRUST CORP	4	1.88	ST. REGIS PAPER
AMERITRUST CORP	4	1.35	WARNER-LAMBERT
AMERITRUST CORP	4	4.06P	PARKER-HANNIFIN
AMERITRUST CORP	5	1.89	COLGATE-PALMOLIVE
AMERITRUST CORP	5	.32	HOOVER
AMERITRUST CORP	5	1.54	NABISCO
ANCORP BANCSHARES INC	4	1.77P	DORSEY
ANDERSON (M D) FOUNDATION	2	1.79	ANDERSON CLAYTON
ANDREAS FAMILY INTERESTS	1	8.06	ARCHER-DANIELS-MIDLAND
ANIXTER, LESTER J & ASSOCIATES	1	9.31	ESMARK
APEX OIL CO	1	7.16	TOSCO
APEX OIL CO	2	9.92	CLARK OIL & REFINING
ASARCO INC	1	33.05	REVERE COPPER & BRASS
ASHTON, HARRIS J	3	5.38	GENERAL HOST
ASSOCIATED BANC-CORP	3	2.62	BEMIS
ATKINSON (GUY F) CO OF CALIFORNIA	3	6.64	HYSTER
ATLANTA CAPITOL CORP	3	4.65	AMERICAN BAKERIES
ATZMON, MENACHEN J & RUSKIN, UZI (ISRAEL)	1	10.44	UNITED MERCHANTS & MFRS
AVERY FAMILY INTERESTS	1	17.25	AVERY INTERNATIONAL
AWEIDA FAMILY INTERESTS	1	3.69	STORAGE TECHNOLOGY

B

Top Five Stockholder	Rank	%	Profiled Company
BABSON (DAVID L) & CO INC	2	3.83	TEKTRONIX
BABSON (DAVID L) & CO INC	3	3.56	AIR PRODUCTS & CHEMICALS
BABSON (DAVID L) & CO INC	4	2.51	BECKMAN INSTRUMENTS
BABSON (DAVID L) & CO INC	4	2.17	MARATHON OIL
BABSON (DAVID L) & CO INC	4	4.20	NALCO CHEMICAL
BABSON (DAVID L) & CO INC	4	3.58	MASCO
BABSON (DAVID L) & CO INC	5	2.70	BIG THREE INDUSTRIES
BABSON (DAVID L) & CO INC	5	1.33	BEATRICE FOODS
BABSON (DAVID L) & CO INC	5	2.19	DRESSER INDUSTRIES
BABSON (DAVID L) & CO INC	5	1.44	TECUMSEH PRODUCTS
BABSON (DAVID L) & CO INC	5	2.93	LUBRIZOL
BALL, FAMILY INTERESTS	1	60.00	BALL
BAM, FOSTER	3	2.05	DPF
BANCOKLAHOMA CORP	1	8.38P	CITIES SERVICE
BANCOKLAHOMA CORP	5	1.24	MOBIL
BANCROFT FAMILY INTERESTS-DESCENDANTS	1	59.29	DOW JONES
BANGOR PUNTA CORP	1	19.44	LONE STAR INDUSTRIES
BANK OF NEW YORK CO INC	2	2.06P	PFIZER
BANK OF NEW YORK CO INC	5	2.98P	CBS
BANK OF NEW YORK CO INC	5	3.39	KNIGHT-RIDDER NEWSPAPERS
BANK OF NEW YORK CO INC	5	2.31	NORTON
BANK OF VIRGINIA CO	1	8.08P	UNIVERSAL LEAF TOBACCO
BANKAMERICA CORP	1	21.04P	SIGNAL COMPANIES
BANKAMERICA CORP	1	4.20P	OCCIDENTAL PETROLEUM
BANKAMERICA CORP	2	4.50	BOISE CASCADE
BANKAMERICA CORP	2	5.06	DATA GENERAL
BANKAMERICA CORP	2	4.42	JOY MANUFACTURING
BANKAMERICA CORP	2	12.10P	KAISER ALUMINUM & CHEM
BANKAMERICA CORP	2	2.24	SPERRY
BANKAMERICA CORP	3	2.04	GETTY OIL
BANKAMERICA CORP	3	2.60	WESTINGHOUSE ELECTRIC
BANKAMERICA CORP	4	1.09	ENVIROTECH
BANKAMERICA CORP	4	3.15	INGERSOLL-RAND
BANKAMERICA CORP	4	3.19	INTEL
BANKAMERICA CORP	4	2.88	POLAROID
BANKAMERICA CORP	4	3.09	RALSTON PURINA
BANKAMERICA CORP	5	2.80	CONTROL DATA
BANKAMERICA CORP	5	1.86P	MCA
BANKAMERICA CORP	5	2.67	UPJOHN
BANKAMERICA CORP	5	3.52	VARIAN ASSOCIATES
BANKERS LIFE CO	2	2.32	COPPERWELD
BANKERS LIFE CO	3	2.19	MARTIN MARIETTA
BANKERS LIFE CO	3	3.81	CESSNA AIRCRAFT
BANKERS LIFE CO	5	2.46	BARNES GROUP
BANKERS LIFE CO	5	1.93	HAMMERMILL PAPER
BANKERS LIFE CO	5	3.91	HYSTER
BANKERS LIFE CO	5	1.37	STANADYNE
BANKERS LIFE CO	5	3.04	AVNET
BANKERS TRUST NEW YORK CORP	1	20.87P	CELANESE
BANKERS TRUST NEW YORK CORP	1	8.60P	CINCINNATI MILACRON
BANKERS TRUST NEW YORK CORP	1	5.23P	CONOCO
BANKERS TRUST NEW YORK CORP	1	8.19P	CROWN ZELLERBACH
BANKERS TRUST NEW YORK CORP	1	32.91P	GRUMMAN
BANKERS TRUST NEW YORK CORP	1	24.35P	MCDONNELL DOUGLAS
BANKERS TRUST NEW YORK CORP	1	6.28P	MOBIL
BANKERS TRUST NEW YORK CORP	1	27.25P	NORTHROP
BANKERS TRUST NEW YORK CORP	1	10.18P	WESTVACO
BANKERS TRUST NEW YORK CORP	2	2.06	AMERICAN CAN
BANKERS TRUST NEW YORK CORP	2	3.49P	CHICAGO PNEUMATIC TOOL
BANKERS TRUST NEW YORK CORP	2	5.35	EVANS PRODUCTS
BANKERS TRUST NEW YORK CORP	2	7.49P	GENERAL DYNAMICS
BANKERS TRUST NEW YORK CORP	2	3.51P	INTL TELEPHONE & TELE
BANKERS TRUST NEW YORK CORP	2	6.86P	MOHASCO

Top Five Stockholder	Rank	%	Profiled Company
BANKERS TRUST NEW YORK CORP	2	7.08P	STEVENS (J.P.)
BANKERS TRUST NEW YORK CORP	3	2.81	ALLIED CHEMICAL
BANKERS TRUST NEW YORK CORP	3	1.48	BRISTOL-MYERS
BANKERS TRUST NEW YORK CORP	3	2.57P	GENERAL FOODS
BANKERS TRUST NEW YORK CORP	3	.99	INTL BUSINESS MACHINES
BANKERS TRUST NEW YORK CORP	3	2.43	LITTON INDUSTRIES
BANKERS TRUST NEW YORK CORP	3	2.89	SQUIBB
BANKERS TRUST NEW YORK CORP	3	1.16	TENNECO
BANKERS TRUST NEW YORK CORP	3	4.75	TRANE
BANKERS TRUST NEW YORK CORP	3	1.30P	UNITED TECHNOLOGIES
BANKERS TRUST NEW YORK CORP	4	3.37P	FEDERAL PAPER BOARD
BANKERS TRUST NEW YORK CORP	4	3.54	GENERAL INSTRUMENT
BANKERS TRUST NEW YORK CORP	4	2.20	MAPCO
BANKERS TRUST NEW YORK CORP	4	1.99	MERCK
BANKERS TRUST NEW YORK CORP	4	2.13	PILLSBURY
BANKERS TRUST NEW YORK CORP	5	3.31P	AMERICAN BROADCASTING COS
BANKERS TRUST NEW YORK CORP	5	2.12	STALEY (A.E.) MFG
BANKERS TRUST NEW YORK CORP	5	1.04	SUN
BANKERS TRUST NEW YORK CORP	5	2.57P	WEYERHAEUSER
BANKERS TRUST NEW YORK CORP	5	1.30	XEROX
BARBEY, JOHN E FAMILY INTERESTS	1	19.29	VF
BARING BROTHERS INC (ENGLAND)	1	6.58	MASONITE
BARING BROTHERS INC (ENGLAND)	2	8.23	ESMARK
BARING BROTHERS INC (ENGLAND)	2	7.77	MATTEL
BARING BROTHERS INC (ENGLAND)	4	2.91	INTL MINERALS & CHEMICAL
BARING BROTHERS INC (ENGLAND)	5	1.31	CRANE
BARING BROTHERS INC (ENGLAND)	5	1.17	FREEPORT MINERALS
BARING BROTHERS INC (ENGLAND)	5	1.46	LITTON INDUSTRIES
BARING BROTHERS INC (ENGLAND)	5	3.01	LTV
BARNES FAMILY INTERESTS	1	34.80	BARNES GROUP
BARNES, B PAUL	4	1.61	TALLEY INDUSTRIES
BARNETT BANKS OF FLORIDA INC	3	.88	CONSOLIDATED PAPERS
BARR, EDWARD E	5	2.35	SUN CHEMICAL
BATTERYMARCH FINANCIAL MNGT CORP	1	3.62	AMERICAN CAN
BATTERYMARCH FINANCIAL MNGT CORP	1	5.09	GOODYEAR TIRE & RUBBER
BATTERYMARCH FINANCIAL MNGT CORP	2	4.43	A-T-O
BATTERYMARCH FINANCIAL MNGT CORP	2	4.62	BORDEN
BATTERYMARCH FINANCIAL MNGT CORP	2	3.11	CARNATION
BATTERYMARCH FINANCIAL MNGT CORP	2	4.99	FRUEHAUF
BATTERYMARCH FINANCIAL MNGT CORP	2	3.57	GENERAL MILLS
BATTERYMARCH FINANCIAL MNGT CORP	2	2.83	HAMMERMILL PAPER
BATTERYMARCH FINANCIAL MNGT CORP	2	3.71	INLAND STEEL
BATTERYMARCH FINANCIAL MNGT CORP	2	5.05	JOHNS-MANVILLE
BATTERYMARCH FINANCIAL MNGT CORP	2	2.90	KELLWOOD
BATTERYMARCH FINANCIAL MNGT CORP	2	4.55	LIBBEY-OWENS-FORD
BATTERYMARCH FINANCIAL MNGT CORP	2	5.13	OWENS-ILLINOIS
BATTERYMARCH FINANCIAL MNGT CORP	2	2.39	SCHERING-PLOUGH
BATTERYMARCH FINANCIAL MNGT CORP	2	4.56	SCOTT PAPER
BATTERYMARCH FINANCIAL MNGT CORP	2	1.18	SMITH (A.O.)
BATTERYMARCH FINANCIAL MNGT CORP	3	1.11	AMERICAN BRANDS
BATTERYMARCH FINANCIAL MNGT CORP	3	3.35	BURLINGTON INDUSTRIES
BATTERYMARCH FINANCIAL MNGT CORP	3	2.08	CHAMPION SPARK PLUG
BATTERYMARCH FINANCIAL MNGT CORP	3	1.70	CONE MILLS
BATTERYMARCH FINANCIAL MNGT CORP	3	2.15	COPPERWELD
BATTERYMARCH FINANCIAL MNGT CORP	3	2.87	DANA
BATTERYMARCH FINANCIAL MNGT CORP	3	1.75	DART & KRAFT
BATTERYMARCH FINANCIAL MNGT CORP	3	3.57	DORSEY
BATTERYMARCH FINANCIAL MNGT CORP	3	2.72	EATON
BATTERYMARCH FINANCIAL MNGT CORP	3	2.21	EMHART
BATTERYMARCH FINANCIAL MNGT CORP	3	2.81	GULF & WESTERN INDUSTRIES
BATTERYMARCH FINANCIAL MNGT CORP	3	2.90	HARSCO
BATTERYMARCH FINANCIAL MNGT CORP	3	4.88	INTERNATIONAL HARVESTER
BATTERYMARCH FINANCIAL MNGT CORP	3	2.35	INTL TELEPHONE & TELE
BATTERYMARCH FINANCIAL MNGT CORP	3	3.68	LONE STAR INDUSTRIES
BATTERYMARCH FINANCIAL MNGT CORP	3	5.00	OUTBOARD MARINE
BATTERYMARCH FINANCIAL MNGT CORP	3	3.33	PACCAR
BATTERYMARCH FINANCIAL MNGT CORP	3	4.97	REPUBLIC STEEL
BATTERYMARCH FINANCIAL MNGT CORP	3	3.24	REXNORD
BATTERYMARCH FINANCIAL MNGT CORP	3	2.44	SCM
BATTERYMARCH FINANCIAL MNGT CORP	3	4.96	SCOTT & FETZER
BATTERYMARCH FINANCIAL MNGT CORP	3	4.98	STEVENS (J.P.)
BATTERYMARCH FINANCIAL MNGT CORP	3	2.80	SYBRON
BATTERYMARCH FINANCIAL MNGT CORP	3	2.81	TIMKEN
BATTERYMARCH FINANCIAL MNGT CORP	4	3.03	ALLEGHENY LUDLUM
BATTERYMARCH FINANCIAL MNGT CORP	4	1.76	ARMCO
BATTERYMARCH FINANCIAL MNGT CORP	4	2.18	BRIGGS & STRATTON
BATTERYMARCH FINANCIAL MNGT CORP	4	2.72	BRUNSWICK
BATTERYMARCH FINANCIAL MNGT CORP	4	2.46	BUTLER MANUFACTURING
BATTERYMARCH FINANCIAL MNGT CORP	4	3.81	CBS
BATTERYMARCH FINANCIAL MNGT CORP	4	5.54	COLLINS & AIKMAN
BATTERYMARCH FINANCIAL MNGT CORP	4	4.82	CROWN CORK & SEAL
BATTERYMARCH FINANCIAL MNGT CORP	4	1.12	DAYCO
BATTERYMARCH FINANCIAL MNGT CORP	4	1.50	FORD MOTOR
BATTERYMARCH FINANCIAL MNGT CORP	4	4.26	HYSTER
BATTERYMARCH FINANCIAL MNGT CORP	4	2.21	MAGIC CHEF
BATTERYMARCH FINANCIAL MNGT CORP	4	5.01	NATIONAL STEEL
BATTERYMARCH FINANCIAL MNGT CORP	4	2.00	NORTHWEST INDUSTRIES
BATTERYMARCH FINANCIAL MNGT CORP	4	1.68	PHILIP MORRIS
BATTERYMARCH FINANCIAL MNGT CORP	4	2.09	ROPER
BATTERYMARCH FINANCIAL MNGT CORP	4	1.52	SPRINGS MILLS
BATTERYMARCH FINANCIAL MNGT CORP	4	1.43	UNITED STATES STEEL
BATTERYMARCH FINANCIAL MNGT CORP	4	1.99	WEST POINT-PEPPERELL
BATTERYMARCH FINANCIAL MNGT CORP	5	1.43	AMERICAN HOME PRODUCTS
BATTERYMARCH FINANCIAL MNGT CORP	5	1.17	AMSTAR
BATTERYMARCH FINANCIAL MNGT CORP	5	1.82	ARVIN INDUSTRIES
BATTERYMARCH FINANCIAL MNGT CORP	5	2.19	BETHLEHEM STEEL
BATTERYMARCH FINANCIAL MNGT CORP	5	5.18	GENERAL TIRE & RUBBER
BATTERYMARCH FINANCIAL MNGT CORP	5	2.48	HEINZ (H J)
BATTERYMARCH FINANCIAL MNGT CORP	5	1.46	INTERLAKE
BATTERYMARCH FINANCIAL MNGT CORP	5	.87	MOHASCO
BATTERYMARCH FINANCIAL MNGT CORP	5	1.87	NORRIS INDUSTRIES
BATTERYMARCH FINANCIAL MNGT CORP	5	2.05	PPG INDUSTRIES
BATTERYMARCH FINANCIAL MNGT CORP	5	2.51	TYLER
BEA ASSOCIATES INC	2	4.44	BELL & HOWELL
BEA ASSOCIATES INC	2	3.95	CAMPBELL TAGGART
BEA ASSOCIATES INC	2	4.37	SINGER
BEA ASSOCIATES INC	3	3.33	MEMOREX
BEA ASSOCIATES INC	4	2.03	CHAMPION SPARK PLUG
BEA ASSOCIATES INC	5	3.94	AM INTERNATIONAL
BEA ASSOCIATES INC	5	.93	BORDEN
BEA ASSOCIATES INC	5	.83	HORMEL (GEO. A.)
BEAN FAMILY INTERESTS	1	11.12	INTERNATIONAL MULTIFOODS
BECK MACK & OLIVER	4	1.67	NORTHWESTERN STEEL & WIRE
BECKMAN, A O INTERESTS	1	19.04	BECKMAN INSTRUMENTS
BECTON, HENRY P FAMILY INTERESTS	2	5.01	BECTON DICKINSON
BEECH FAMILY INTERESTS	5	1.69	RAYTHEON
BELFER FAMILY & ASSOCIATES	1	43.97	BELCO PETROLEUM
BELZBERG FAMILY INTERESTS (CANADA)	3	5.37	REVERE COPPER & BRASS
BEMIS FAMILY INTERESTS	1	16.25	BEMIS
BENSON, EDWARD H	3	2.02	UNIVERSAL LEAF TOBACCO
BERGMAN FAMILY INTERESTS	4	1.32	AMERICAN CAN
BERNHARD (ARNOLD) & CO INC	2	1.45	ZENITH RADIO
BERNHARD (ARNOLD) & CO INC	3	3.09	WARNACO
BERNHARD (ARNOLD) & CO INC	4	.75	UNIROYAL
BERRY, JAMES D JR & FAMILY	5	1.54	QUAKER STATE OIL REFINING
BERTEA, RICHARD & FAMILY	1	9.76	PARKER-HANNIFIN
BERTOGLIO, JOHN ING, JAMES INTERESTS	2	3.84	UNITED MERCHANTS & MFRS
BETHLEHEM STEEL CORP	3	3.88	THIOKOL
BETHLEHEM STEEL CORP	4	2.04	REXNORD
BETHLEHEM STEEL CORP	5	2.62	RICHARDSON-MERRELL
BETHLEHEM STEEL CORP	5	2.47	STANLEY WORKS
BETHLEHEM STEEL CORP	5	2.92	WRIGHLEY (WM) JR
BINGER, JAMES H INTERESTS	2	2.57	MINNESOTA MINING & MFG
BLAUSTEIN, JACOB FAMILY INTERESTS	1	51.01	CROWN CENTRAL PETROLEUM
BLAUSTEIN, JACOB FAMILY INTERESTS	2	3.58	STANDARD OIL (INDIANA)
BLINTLIFF, DAVID C	3	5.06	BELCO PETROLEUM
BLUE DIAMOND COAL CO	1	8.28	MCLOUTH STEEL
BLUHDORN FAMILY INTERESTS	2	5.17	GULF & WESTERN INDUSTRIES
BOETTCHER, CHARLES FAMILY INTERESTS	1	18.08	IDEAL BASIC INDUSTRIES
BORG-WARNER CORP	1	19.25	HUGHES TOOL
BOSCH (ROBERT) GMBH (WEST GERMANY)	2	9.96	BORG-WARNER
BRAAM, DONALD	5	.46	FREDERICK & HERRUD
BRACKEN, ALEXANDER M	5	1.77	BALL
BRADFORD-HULL FAMILY INTERESTS	3	2.00	QUAKER STATE OIL REFINING
BRIGGS FAMILY INTERESTS	2	12.38	OUTBOARD MARINE
BRINKER, NORMAN E & FAMILY	5	2.00	PILLSBURY
BRISTOL-CROCKER-NICHOLS INTERESTS	1	25.00	FOXBORO
BRITISH PETROLEUM CO LTD (ENGLAND)	1	55.00	STANDARD OIL CO (OHIO)
BRITISH PETROLEUM CO LTD (ENGLAND)	2	6.92	AMAX
BROKAW CAPITAL MANAGEMENT CO INC	2	3.84	UNIVERSAL LEAF TOBACCO
BRONFMAM FAMILY INTERESTS (CANADA)	1	4.85	QUAKER OATS
BRONFMAN FAMILY INTERESTS (CANADA)	1	20.49	SCOTT PAPER
BROOKS, CONLEY FAMILY INTERESTS	2	6.24	DIAMOND INTERNATIONAL
BROPHY, GEORGE T	5	1.17	ROBERTSON (H.H.)

Top Five Stockholder	Rank	%	Profiled Company
BROWN BROS HARRIMAN & CO	3	1.54	GEORGIA-PACIFIC
BROWN BROS HARRIMAN & CO	3	1.96	SPERRY
BROWN BROS HARRIMAN & CO	5	2.60	CORNING GLASS WORKS
BROWN BROS HARRIMAN & CO	5	2.07	MAPCO
BRUNDAGE STORY & ROSE	1	4.78	CARPENTER TECHNOLOGY
BRUNDAGE STORY & ROSE	1	4.39	GREAT NORTHERN NEKOOSA
BRUNDAGE STORY & ROSE	2	3.72	AMSTED INDUSTRIES
BRUNDAGE STORY & ROSE	2	2.65	TECUMSEH PRODUCTS
BRUNDAGE STORY & ROSE	3	4.02	ACF INDUSTRIES
BRUNDAGE STORY & ROSE	3	2.68	SONOCO PRODUCTS
BRUNDAGE STORY & ROSE	4	3.45	IDEAL BASIC INDUSTRIES
BRUNDAGE STORY & ROSE	4	2.64	POTLATCH
BRUNDAGE STORY & ROSE	4	2.39	TIMKEN
BRUNDAGE STORY & ROSE	5	3.81	DONNELLEY (R.R.) & SONS
BRUNDAGE STORY & ROSE	5	2.00	LONE STAR INDUSTRIES
BRUNDAGE STORY & ROSE	5	1.65	NUCOR
BRUNDAGE STORY & ROSE	5	3.02	WESTVACO
BRYAN, ANTHONY J A	4	1.70	COPPERWELD
BRYAN, ANTHONY J A	5	1.30	CAMERON IRON WORKS
BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	1	5.20	GENERAL FOODS
BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	1	15.43	HANDY & HARMAN
BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	2	12.71	WASHINGTON POST
BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	5	.79	KEYSTONE CONSOLIDATED
BUFFETT (WARREN E) FAMILY-BERKSHIRE HATHAWAY	5	1.81	NATIONAL SERVICE INDUST
BURNS, RICHARD L	2	2.85	NUCOR
BUSCH FAMILY INTERESTS	1	13.31	ANHEUSER-BUSCH COS
BUTT, DOROTHY G FAMILY	4	4.12	ANCHOR HOCKING

C

Top Five Stockholder	Rank	%	Profiled Company
C M B INVESTMENT COUNSELORS	3	2.85	CLARK OIL & REFINING
CABOT FAMILY INTERESTS	1	46.25	CABOT
CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	2	3.97	HEINZ (H J)
CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	2	4.39	MOTOROLA
CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	2	3.12	REVLON
CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	2	3.27	TEXAS INSTRUMENTS
CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	3	2.75	AMF
CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	3	3.31	HONEYWELL
CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	3	2.65	LEVI STRAUSS
CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	4	2.86	BURROUGHS
CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	4	2.79	DANA
CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	4	2.59	INLAND STEEL
CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	4	1.45	PEPSICO
CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	5	2.77	ABBOTT LABORATORIES
CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	5	1.37	GEORGIA-PACIFIC
CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	5	3.52	HEUBLEIN
CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	5	1.76	INTL TELEPHONE & TELE
CALIFORNIA PUBLIC EMPS & TEACHERS RETIR SYS	5	1.49	PHILLIPS PETROLEUM
CALIFORNIA, UNIVERSITY OF	4	1.58	BEATRICE FOODS
CALIFORNIA, UNIVERSITY OF	4	2.63	GENERAL MILLS
CALIFORNIA, UNIVERSITY OF	4	3.01	STANDARD BRANDS
CAMPBELL ADVISORS INC	4	3.91	MATTEL
CANADA DEVELOPMENT CORP (CANADA)	1	33.62	TEXASGULF
CANNON FAMILY INTERESTS	1	49.57	CANNON MILLS
CAPITAL GROUP INC	1	7.01	AMERICAN BROADCASTING COS
CAPITAL GROUP INC	1	3.78	BOEING
CAPITAL GROUP INC	1	4.10	MONSANTO
CAPITAL GROUP INC	1	5.67	NCR
CAPITAL GROUP INC	1	2.15	XEROX
CAPITAL GROUP INC	2	7.76	ALLIS-CHALMERS
CAPITAL GROUP INC	2	4.42	ARMCO
CAPITAL GROUP INC	2	8.98	AVERY INTERNATIONAL
CAPITAL GROUP INC	2	4.85	BETHLEHEM STEEL
CAPITAL GROUP INC	2	5.93	CAPITAL CITIES COMM
CAPITAL GROUP INC	2	9.59	CELANESE
CAPITAL GROUP INC	2	8.72	COLT INDUSTRIES
CAPITAL GROUP INC	2	4.31	GOODYEAR TIRE & RUBBER
CAPITAL GROUP INC	2	5.46	INTERCO
CAPITAL GROUP INC	2	2.68	INTERNATIONAL PAPER
CAPITAL GROUP INC	2	4.77	KOPPERS
CAPITAL GROUP INC	2	3.46	MCA
CAPITAL GROUP INC	2	4.45	OWENS-CORNING FIBERGLAS
CAPITAL GROUP INC	2	3.34	POLAROID
CAPITAL GROUP INC	2	5.98	REPUBLIC STEEL
CAPITAL GROUP INC	2	5.38	RICHARDSON-MERRELL
CAPITAL GROUP INC	2	3.41	TRW
CAPITAL GROUP INC	2	4.07	UNION CAMP

Top Five Stockholder	Rank	%	Profiled Company
CAPITAL GROUP INC	2	1.85	UNITED STATES STEEL
CAPITAL GROUP INC	2	8.13	VF
CAPITAL GROUP INC	2	3.03	WESTINGHOUSE ELECTRIC
CAPITAL GROUP INC	2	6.24	WESTVACO
CAPITAL GROUP INC	3	4.17	ALUMINUM CO OF AMERICA
CAPITAL GROUP INC	3	4.08	AM INTERNATIONAL
CAPITAL GROUP INC	3	3.25	CONOCO
CAPITAL GROUP INC	3	1.76	DU PONT (EI) DE NEMOURS
CAPITAL GROUP INC	3	5.16	FERRO
CAPITAL GROUP INC	3	3.97	FMC
CAPITAL GROUP INC	3	1.86	FORD MOTOR
CAPITAL GROUP INC	3	3.29	GOODRICH (B.F.)
CAPITAL GROUP INC	3	3.44	GREAT NORTHERN NEKOOSA
CAPITAL GROUP INC	3	4.56	KAISER ALUMINUM & CHEM
CAPITAL GROUP INC	3	6.57	KNIGHT-RIDDER NEWSPAPERS
CAPITAL GROUP INC	3	3.05	OWENS-ILLINOIS
CAPITAL GROUP INC	3	2.10	PHILIP MORRIS
CAPITAL GROUP INC	3	2.54	PHILLIPS PETROLEUM
CAPITAL GROUP INC	3	5.69	ROHM & HAAS
CAPITAL GROUP INC	3	3.82	TIME
CAPITAL GROUP INC	3	3.98	TIMES MIRROR
CAPITAL GROUP INC	4	3.27	BECTON DICKINSON
CAPITAL GROUP INC	4	2.47	CRANE
CAPITAL GROUP INC	4	1.71	DIAMOND SHAMROCK
CAPITAL GROUP INC	4	3.34	FIRESTONE TIRE & RUBBER
CAPITAL GROUP INC	4	3.68	HARNISCHFEGER
CAPITAL GROUP INC	4	3.68	HART SCHAFFNER & MARX
CAPITAL GROUP INC	4	2.54	NATIONAL GYPSUM
CAPITAL GROUP INC	4	1.50	NORTH AMERICAN PHILIPS
CAPITAL GROUP INC	4	1.58	PFIZER
CAPITAL GROUP INC	4	3.56	WITCO CHEMICAL
CAPITAL GROUP INC	5	1.61	ANHEUSER-BUSCH COS
CAPITAL GROUP INC	5	2.53	BOISE CASCADE
CAPITAL GROUP INC	5	4.21	CROWN CORK & SEAL
CAPITAL GROUP INC	5	1.01	GENERAL ELECTRIC
CAPITAL GROUP INC	5	2.92	KIDDE
CAPITAL GROUP INC	5	2.97	MCDERMOTT
CAPITAL GROUP INC	5	3.11	PITNEY-BOWES
CAPITAL INVESTMENT OF HAWAII INC & AFFILIATES	5	5.06	PACIFIC RESOURCES
CAPITAL SUPERVISORS INC	2	1.98	AMSTAR
CAREY, EDWARD M	4	2.22	CHARTER
CARNEY, DENNIS J	4	.84	WHEELING-PITTSBURGH STEEL
CARTER, RICHARD E FAMILY INTERESTS	4	3.26	NASHUA
CBT CORP	1	8.81P	COMBUSTION ENGINEERING
CBT CORP	1	7.38	HEUBLEIN
CBT CORP	2	9.40	BARNES GROUP
CENTRAL BANCORP INC	2	3.00	PROCTER & GAMBLE
CENTRAL BANCORP INC	5	1.72P	EAGLE-PICHER INDUSTRIES
CENTRAL NATIONAL CORP	2	7.84	STOKELY-VAN CAMP
CENTRAL SECURITIES CORP	3	1.06	MOHASCO
CENTRAL SECURITIES CORP	5	1.06	ENVIROTECH
CENTRAN CORP	2	6.27	PARKER-HANNIFIN
CHALMERS, DAVID B INTERESTS	2	9.25	PACIFIC RESOURCES
CHANDLER FAMILY INTERESTS	1	32.50	TIMES MIRROR
CHASE MANHATTAN CORP	1	9.08P	CYCLOPS
CHASE MANHATTAN CORP	1	4.01	MAPCO
CHASE MANHATTAN CORP	2	5.35	NASHUA
CHASE MANHATTAN CORP	3	1.49	EXXON
CHASE MANHATTAN CORP	3	2.07	RCA
CHASE MANHATTAN CORP	4	3.43	FEDERAL-MOGUL
CHASE MANHATTAN CORP	4	.98	INTL BUSINESS MACHINES
CHASE MANHATTAN CORP	4	1.94	SPERRY
CHASE MANHATTAN CORP	4	1.14	STANDARD OIL CO OF CALIF
CHASE MANHATTAN CORP	4	1.02	STANDARD OIL CO (INDIANA)
CHASE MANHATTAN CORP	4	1.62	SUN
CHASE MANHATTAN CORP	5	2.03P	AIR PRODUCTS & CHEMICALS
CHASE MANHATTAN CORP	5	1.15	BENDIX
CHASE MANHATTAN CORP	5	2.74	OLIN
CHASE MANHATTAN CORP	5	.96	STORAGE TECHNOLOGY
CHASE MANHATTAN CORP	5	2.31	UNITED STATES GYPSUM
CHASE MANHATTAN CORP	5	1.52P	GETTY OIL
CHEMICAL NEW YORK CORP	1	7.49P	ASHLAND OIL
CHEMICAL NEW YORK CORP	1	14.73P	GOODRICH (B.F.)
CHEMICAL NEW YORK CORP	1	8.59P	UNIROYAL
CHEMICAL NEW YORK CORP	2	6.08	ALLEGHENY LUDLUM
CHEMICAL NEW YORK CORP	2	19.43	NORTH AMERICAN PHILIPS
CHEMICAL NEW YORK CORP	3	4.18	AMP

Top Five Stockholder	Rank	%	Profiled Company
CHEMICAL NEW YORK CORP	3	5.81	COLUMBIA PICTURES
CHEMICAL NEW YORK CORP	3	5.92P	DIAMOND INTERNATIONAL
CHEMICAL NEW YORK CORP	3	5.[illegible]9	EX-CELL-O
CHEMICAL NEW YORK CORP	3	2.93	FEDERAL
CHEMICAL NEW YORK CORP	3	2.01	MARYLAND CUP
CHEMICAL NEW YORK CORP	3	2.21	MCA
CHEMICAL NEW YORK CORP	3	2.34P	NORTON SIMON
CHEMICAL NEW YORK CORP	3	6.46P	WHEELING-PITTSBURGH STEEL
CHEMICAL NEW YORK CORP	4	4.24	BELL & HOWELL
CHEMICAL NEW YORK CORP	4	3.37	CESSNA AIRCRAFT
CHEMICAL NEW YORK CORP	4	1.43	C P C INTERNATIONAL
CHEMICAL NEW YORK CORP	4	2.62	DOVER
CHEMICAL NEW YORK CORP	4	2.91	MIDLAND-ROSS
CHEMICAL NEW YORK CORP	4	2.02	REICHHOLD CHEMICALS
CHEMICAL NEW YORK CORP	5	2.26	AMERICAN HOIST & DERRICK
CHEMICAL NEW YORK CORP	5	1.33	ASARCO
CHEMICAL NEW YORK CORP	5	2.07	BROCKWAY GLASS
CHEMICAL NEW YORK CORP	5	2.12	GENERAL INSTRUMENT
CITICORP	1	19.73P	BENDIX
CITICORP	1	5.48	HONEYWELL
CITICORP	1	4.68	MEMOREX
CITICORP	1	5.17P	SCM
CITICORP	1	5.82P	WESTINGHOUSE ELECTRIC
CITICORP	2	1.86	ATLANTIC RICHFIELD
CITICORP	2	3.33P	COLGATE-PALMOLIVE
CITICORP	2	3.75	CONTROL DATA
CITICORP	2	2.41	MERCK
CITICORP	2	2.35	TEXASGULF
CITICORP	2	3.68	WILLIAMS COS
CITICORP	3	1.52	AMERICAN HOME PRODUCTS
CITICORP	3	2.55	CHESEBROUGH-PONDS
CITICORP	3	3.22	RALSTON PURINA
CITICORP	3	1.40	STANDARD OIL CO (OHIO)
CITICORP	4	1.39	ASARCO
CITICORP	4	3.08	BAXTER TRAVENOL LABS
CITICORP	4	2.22	CONOCO
CITICORP	4	2.20	HEWLETT-PACKARD
CITICORP	4	2.27	JOHNSON & JOHNSON
CITICORP	4	3.25	MCDERMOTT
CITICORP	4	3.43P	OWENS-CORNING FIBERGLAS
CITICORP	4	1.62	PHILLIPS PETROLEUM
CITICORP	4	2.09	SCHERING-PLOUGH
CITICORP	4	4.42	STEVENS (J.P.)
CITICORP	4	1.68	SUPERIOR OIL
CITICORP	5	3.94	ALLIS-CHALMERS
CITICORP	5	2.48	ARCHER-DANIELS-MIDLAND
CITICORP	5	2.02	BAKER INTERNATIONAL
CITICORP	5	2.18	BURROUGHS
CITICORP	5	1.97	COOPER INDUSTRIES
CITICORP	5	4.41	DATA GENERAL
CITICORP	5	2.30	GENERAL MILLS
CITICORP	5	2.08	LILLY (ELI)
CITICORP	5	1.86	MARATHON OIL
CITICORP	5	2.46	PENNZOIL
CITICORP	5	2.29	PERKIN-ELMER
CITICORP	5	1.48	UNION PACIFIC
CITICORP	5	2.29	WHEELABRATOR-FRYE
CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	3	1.64	CROWN CENTRAL PETROLEUM
CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	3	2.74	NATIONAL SERVICE INDUST
CITIZENS & SOUTHERN NATIONAL BK (GEORGIA)	5	1.65	MAGIC CHEF
CITYTRUST BANCORP INC	5	2.09	WARNACO
CLABIR CORP-ENGLISH ASSOC TRUST LTD (ENGLAND)	1	7.42	US INDUSTRIES
CLARK, EMORY E FAMILY INTERESTS	1	41.35	CLARK OIL & REFINING
CLARK, HAYS & VAN ALAN FAMILY ASSOCIATES	1	10.92	AVON PRODUCTS
CLARK, MAURIE D	2	10.30	WILLAMETTE INDUSTRIES
CLAYTON FAMILY INTERESTS	1	35.14	ANDERSON CLAYTON
CLEARY, RUSSELL G	3	1.65	HEILEMAN (G) BREWING
COFFIN FAMILY INTERESTS	1	19.55	DEXTER
COGAN, DAVID H	1	1.04	SHELLER-GLOBE
COHN, BERTRAM J	2	2.20	DPF
COHN, IRVING F	2	2.58	MARYLAND CUP
COKER FAMILY INTERESTS	1	8.32	SONOCO PRODUCTS
COLLIS, CHARLES A	3	2.23	COLGATE-PALMOLIVE
COLT INDUSTRIES INC	2	4.31P	COLT INDUSTRIES
COMMERCE BANCSHARES INC	3	3.23	BUTLER MANUFACTURING
COMMONWEALTH EDISON CO	5	.84	HEILEMAN (G) BREWING
COMPAGNIE DE SAINT-GOBAIN-PONT-A-MOUSSON (FR)	1	50.55	CERTAIN-TEED
CONE FAMILY INTERESTS	1	24.29	CONE MILLS
CONFEDERATION LIFE INSURANCE CO	3	3.15	CLUETT PEABODY
CONFEDERATION LIFE INSURANCE CO	5	1.89	PABST BREWING
CONNECTICUT GENERAL INSURANCE CORP	4	3.49	BAUSCH & LOMB
CONNECTICUT GENERAL INSURANCE CORP	4	2.46	WILLIAMS COS
CONNECTICUT GENERAL INSURANCE CORP	5	2.73	MCGRAW-EDISON
CONNECTICUT GENERAL INSURANCE CORP	5	1.13	ZENITH RADIO
CONNECTICUT NATIONAL BANK	1	3.24	WARNACO
CONNELLY FAMILY INTERESTS	1	18.79	CROWN CORK & SEAL
CONTINENTAL CORP	1	2.20	ASARCO
CONTINENTAL CORP	2	4.28	GREAT NORTHERN NEKOOSA
CONTINENTAL CORP	2	4.88	NEWMONT MINING
CONTINENTAL CORP	3	2.17	SHERWIN-WILLIAMS
CONTINENTAL CORP	4	2.87	AMERADA HESS
CONTINENTAL CORP	4	2.35	UNITED STATES GYPSUM
CONTINENTAL CORP	5	3.00	NATIONAL STEEL
CONTINENTAL CORP	5	2.11	PHELPS DODGE
CONTINENTAL CORP	5	.69	SHELL OIL
CONTINENTAL CORP	5	2.26	UNION CAMP
CONTINENTAL GROUP INC	5	1.49	CARPENTER TECHNOLOGY
CONTINENTAL ILLINOIS CORP	1	6.47P	HART SCHAFFNER & MARX
CONTINENTAL ILLINOIS CORP	1	9.42P	INTERNATIONAL HARVESTER
CONTINENTAL ILLINOIS CORP	1	10.27P	NALCO CHEMICAL
CONTINENTAL ILLINOIS CORP	2	10.34P	WHITTAKER
CONTINENTAL ILLINOIS CORP	3	2.45	CONTINENTAL GROUP
CONTINENTAL ILLINOIS CORP	5	1.85	FEDERAL PAPER BOARD
CONTINENTAL INVESTMENT CORP	5	1.91	OUTBOARD MARINE
CONTINENTAL INVESTMENT CORP	5	1.97	SMITH INTERNATIONAL
CONTROL DATA CORP	4	2.15	SHERWIN-WILLIAMS
COOKE & BIELER INC	2	4.21	UNITED STATES GYPSUM
COOKE & BIELER INC	3	4.03	DENNISON MANUFACTURING
COOKE & BIELER INC	3	4.10	JOY MANUFACTURING
COOKE & BIELER INC	4	2.62	MCGRAW-HILL
COOLING, WILLIAM P	4	1.59	NATL DISTILLERS & CHEM
CORBETT, WILLARD J & FAMILY	5	1.56	DEAN FOODS
CORNELL UNIVERSITY	3	2.38	ARVIN INDUSTRIES
CORNING GLASS WORKS	1	24.29	OWENS-CORNING FIBERGLAS
COWLES COMMUNICATIONS INC	2	21.65	NEW YORK TIMES
CREAN, JOHN C & FAMILY	1	21.95	FLEETWOOD ENTERPRISES
CRICHTON, JOHN ALSTON	4	2.14	CLARK OIL & REFINING
CROWN CORK & SEAL EMPLOYEES PENSION FUND	3	7.69	CROWN CORK & SEAL
CROWN, HENRY FAMILY INTERESTS	1	20.42	GENERAL DYNAMICS
CROWN, HENRY FAMILY INTERESTS	4	5.40	VULCAN MATERIALS
CROWN, HENRY FAMILY INTERESTS	4	6.59	ESMARK
CUDLIP, WILLIAM B & FAMILY	4	3.36	MCLOUTH STEEL
CUELLAR, FRANK & FAMILY	3	3.92	CAMPBELL TAGGART
CUMBERLAND ASSOCIATES	5	.50	UNIROYAL
CUMMINGS FAMILY INTERESTS	1	3.88	CONSOLIDATED FOODS
CURLETT, JOHN F	2	4.61	MCCORMICK

D

Top Five Stockholder	Rank	%	Profiled Company
DANA FAMILY INTERESTS	1	4.56	DANA
DANFORTH FAMILY INTERESTS	1	10.18	RALSTON PURINA
DAUPHIN DEPOSIT BK & TRUST CO	4	1.88	HARSCO
DAVIDSON-MEYER-O'NEAL INTERESTS	1	22.01	CECO
DAVIS, FREDERICK W & FAMILY	5	2.44	POTLATCH
DAVIS, RUSSELL S	5	.54	NVF
DEAN FAMILY INTERESTS	1	25.00	DEAN FOODS
DECIO FAMILY INTERESTS	1	18.10	SKYLINE
DEERE FAMILY INTERESTS	2	3.70	DEERE
DELAWARE MANAGEMENT CO INC	1	3.20	AMERICAN STANDARD
DELAWARE MANAGEMENT CO INC	1	3.81	AMF
DELAWARE MANAGEMENT CO INC	1	3.29	CONTINENTAL GROUP
DELAWARE MANAGEMENT CO INC	1	4.27	NORTHWEST INDUSTRIES
DELAWARE MANAGEMENT CO INC	1	5.23	SCOTT & FETZER
DELAWARE MANAGEMENT CO INC	1	3.92	SCOVILL
DELAWARE MANAGEMENT CO INC	2	5.06	ACF INDUSTRIES
DELAWARE MANAGEMENT CO INC	2	1.40	AMERICAN BRANDS
DELAWARE MANAGEMENT CO INC	2	3.93	CLUETT PEABODY
DELAWARE MANAGEMENT CO INC	2	4.02	GILLETTE
DELAWARE MANAGEMENT CO INC	2	5.13	HART SCHAFFNER & MARX
DELAWARE MANAGEMENT CO INC	2	1.96	HEILEMAN (G) BREWING
DELAWARE MANAGEMENT CO INC	2	4.47	HEUBLEIN
DELAWARE MANAGEMENT CO INC	2	3.43	I C INDUSTRIES
DELAWARE MANAGEMENT CO INC	2	5.15	IDEAL BASIC INDUSTRIES
DELAWARE MANAGEMENT CO INC	2	2.67	MEAD

Top Five Stockholder	Rank	%	Profiled Company
DELAWARE MANAGEMENT CO INC	2	5.39	MIDLAND-ROSS
DELAWARE MANAGEMENT CO INC	2	4.47	NATL DISTILLERS & CHEM
DELAWARE MANAGEMENT CO INC	2	4.88	PENNWALT
DELAWARE MANAGEMENT CO INC	2	5.02	PUREX INDUSTRIES
DELAWARE MANAGEMENT CO INC	2	3.45	ST. REGIS PAPER
DELAWARE MANAGEMENT CO INC	2	3.02	US INDUSTRIES
DELAWARE MANAGEMENT CO INC	3	4.34	ANCHOR HOCKING
DELAWARE MANAGEMENT CO INC	3	7.27	BLUE BELL
DELAWARE MANAGEMENT CO INC	3	5.03	EVANS PRODUCTS
DELAWARE MANAGEMENT CO INC	4	2.44	CHAMPION INTERNATIONAL
DELAWARE MANAGEMENT CO INC	4	3.86	COLT INDUSTRIES
DELAWARE MANAGEMENT CO INC	4	4.18	KIMBERLY-CLARK
DELAWARE MANAGEMENT CO INC	4	2.34	NORTON SIMON
DELAWARE MANAGEMENT CO INC	4	2.07	RCA
DELAWARE MANAGEMENT CO INC	4	3.57	SQUARE D
DELAWARE MANAGEMENT CO INC	5	3.84	CELANESE
DELAWARE MANAGEMENT CO INC	5	2.66	DANA
DELAWARE MANAGEMENT CO INC	5	2.25	STANDARD BRANDS
DELAWARE TRUST CO	2	2.31	DU PONT (EI) DE NEMOURS
DELEWARE TRUST CO	1	9.64	HERCULES
DENNISON MANUFACTURING CO	1	8.38P	DENNISON MANUFACTURING
DETROITBANK CORP	1	7.31	EX-CELL-O
DETROITBANK CORP	4	2.96	ARCATA
DETROITBANK CORP	4	2.84	SCOVILL
DEVENOW, CHESTER	2	1.04	SHELLER-GLOBE
DILLON, PAUL W FAMILY INTERESTS	1	67.15	NORTHWESTERN STEEL & WIRE
DOMINION BANKSHARES CORP	5	1.32	SONOCO PRODUCTS
DONALDSON LUFKIN & JENRETTE INC	1	17.08	HEILEMAN (G) BREWING
DONALDSON LUFKIN & JENRETTE INC	2	5.93	COLUMBIA PICTURES
DONALDSON LUFKIN & JENRETTE INC	2	3.67	CONE MILLS
DONALDSON LUFKIN & JENRETTE INC	2	8.62	ENVIROTECH
DONALDSON LUFKIN & JENRETTE INC	2	10.36	DONNELLEY (R.R.) & SONS
DONALDSON LUFKIN & JENRETTE INC	3	3.12	MCGRAW-HILL
DONALDSON LUFKIN & JENRETTE INC	3	2.42	NCR
DONALDSON LUFKIN & JENRETTE INC	3	3.15	SIGNAL COMPANIES
DONALDSON LUFKIN & JENRETTE INC	3	3.77	TYLER
DONALDSON LUFKIN & JENRETTE INC	4	2.56	BURLINGTON INDUSTRIES
DONALDSON LUFKIN & JENRETTE INC	4	3.85	MCDONNELL DOUGLAS
DONALDSON LUFKIN & JENRETTE INC	4	2.61	HUGHES TOOL
DONALDSON LUFKIN & JENRETTE INC	5	1.73	COMBUSTION ENGINEERING
DONALDSON LUFKIN & JENRETTE INC	5	1.92	JOY MANUFACTURING
DONALDSON LUFKIN & JENRETTE INC	5	2.92	LOCKHEED
DONALDSON LUFKIN & JENRETTE INC	5	2.09	KOPPERS
DONALDSON LUFKIN & JENRETTE INC	5	3.17	JIM WALTER
DONNELLEY FAMILY INTERESTS	1	25.00	DONNELLEY (R.R.) & SONS
DORFMAN-CHARLUPSKI FAMILY INTERESTS	1	69.92	FREDERICK & HERRUD
DORRANCE FAMILY INTERESTS	1	57.10	CAMPBELL SOUP
DOURLET, ERNEST F	5	.98	DAYCO
DOW FAMILY INTERESTS	1	8.81	DOW CHEMICAL
DREXEL BURNHAM LAMBERT GROUP INC	5	4.75	UNITED BRANDS
DREYFUS CORP	1	3.18	ARVIN INDUSTRIES
DREYFUS CORP	3	6.01	LOWENSTEIN (M)
DREYFUS CORP	3	2.35	SEARLE (G.D.)
DREYFUS CORP	3	2.25	WARNER COMMUNICATIONS
DREYFUS CORP	4	5.27	GENERAL TIRE & RUBBER
DREYFUS CORP	4	2.63	GULF & WESTERN INDUSTRIES
DREYFUS CORP	4	5.34	HANDY & HARMAN
DREYFUS CORP	4	2.60	NEW YORK TIMES
DREYFUS CORP	4	.81	SMITH (A.O.)
DREYFUS CORP	5	.85	A-T-O
DREYFUS CORP	5	4.75	COLUMBIA PICTURES
DRISCOLL, W JOHN	3	2.91	WEYERHAEUSER
DUMAINE, F C FAMILY INTERESTS	1	40.14	FIELDCREST MILLS
DUPONT FAMILY INTERESTS	1	19.07	CHARTER
DUPONT FAMILY INTERESTS	1	3.58	INTL TELEPHONE & TELE
DUPONT FAMILY INTERESTS	1	4.18	MARTIN MARIETTA
DUPONT FAMILY INTERESTS	1	2.90	NL INDUSTRIES
DUPONT FAMILY INTERESTS	1	4.55	STANDARD BRANDS
DUPONT FAMILY INTERESTS	1	35.00	DU PONT (EI) DE NEMOURS
DUPONT FAMILY INTERESTS	2	4.11	MASCO
DUPONT FAMILY INTERESTS	2	4.10	MOORE MCCORMACK RESOURCES
DUPONT FAMILY INTERESTS	2	2.09	REYNOLDS (R.J.) INDUST
DUPONT FAMILY INTERESTS	2	7.00	GENERAL MOTORS
DUPONT FAMILY INTERESTS	3	1.11	A-T-O
DUPONT FAMILY INTERESTS	3	3.41	CONTROL DATA
DUPONT FAMILY INTERESTS	3	3.59	INTL MINERALS & CHEMICAL
DUPONT FAMILY INTERESTS	3	2.87	PPG INDUSTRIES
DUPONT FAMILY INTERESTS	3	2.58	RAYTHEON
DUPONT FAMILY INTERESTS	3	2.79	ST. REGIS PAPER
DUPONT FAMILY INTERESTS	4	4.39	CELANESE
DUPONT FAMILY INTERESTS	4	2.12	COOPER INDUSTRIES
DUPONT FAMILY INTERESTS	4	3.76	HEUBLEIN
DUPONT FAMILY INTERESTS	4	3.05	HONEYWELL
DUPONT FAMILY INTERESTS	4	1.66	INTERNATIONAL PAPER
DUPONT FAMILY INTERESTS	4	1.99	LOUISIANA-PACIFIC
DUPONT FAMILY INTERESTS	4	.93	TENNECO
DUPONT FAMILY INTERESTS	5	3.31	COLT INDUSTRIES
DUPONT FAMILY INTERESTS	5	1.59	DIAMOND SHAMROCK

E

EAGLE MANAGEMENT & TRUST CO	4	1.13	STORAGE TECHNOLOGY
EAGLE MANAGEMENT & TRUST CO	4	3.52	TYLER
EASTMAN, JOHN R	5	.49	SHELLER-GLOBE
EATON & HOWARD VANCE SANDERS INC	3	6.93	CELANESE
EATON & HOWARD VANCE SANDERS INC	3	1.20	HORMEL (GEO. A.)
EATON & HOWARD VANCE SANDERS INC	3	1.76	TECUMSEH PRODUCTS
EATON & HOWARD VANCE SANDERS INC	3	4.48	WESTMORELAND COAL
EATON & HOWARD VANCE SANDERS INC	4	1.44	DAN RIVER
EATON & HOWARD VANCE SANDERS INC	5	1.32	WARNER-LAMBERT
ECCLES FAMILY INTERESTS	2	1.49	GENERAL ELECTRIC
EDGERTON-JONES FAMILY INTERESTS	4	2.23	CITIES SERVICE
EDWARDS, JAMES F & FAMILY	2	5.58	OGDEN
ELICKER, PAUL H & FAMILY	5	.89	SCM
EQUITABLE BANCORP	1	13.99P	MCCORMICK
EQUITABLE BANCORP	3	2.13	ROBERTSON (H.H.)
EQUITABLE LIFE ASSUR SOCIETY OF US	2	3.99	AIR PRODUCTS & CHEMICALS
EQUITABLE LIFE ASSUR SOCIETY OF US	2	6.09	CRANE
EQUITABLE LIFE ASSUR SOCIETY OF US	3	3.16	AMERADA HESS
EQUITABLE LIFE ASSUR SOCIETY OF US	3	5.25	CYCLOPS
EQUITABLE LIFE ASSUR SOCIETY OF US	3	2.71	STANLEY WORKS
EQUITABLE LIFE ASSUR SOCIETY OF US	3	1.76	UNION PACIFIC
EQUITABLE LIFE ASSUR SOCIETY OF US	4	2.14	RAYTHEON
EQUITABLE LIFE ASSUR SOCIETY OF US	4	1.30	UNITED TECHNOLOGIES
EQUITABLE LIFE ASSUR SOCIETY OF US	5	1.44	PFIZER
EQUITABLE LIFE ASSUR SOCIETY OF US	5	1.53	PHILIP MORRIS
EQUITABLE LIFE ASSUR SOCIETY OF US	5	1.78	SUPERIOR OIL
ESMARK INC	1	6.87	PUREX INDUSTRIES
ESTEL N V (NETHERLANDS)	1	28.81	ENVIROTECH
EVANS, JOHN K	4	6.13	PACIFIC RESOURCES
EVANS, THOMAS MELLON FAMILY INTERESTS	1	4.61	HARSCO
EVANS, THOMAS MELLON FAMILY INTERESTS	1	24.09	CRANE
EVANS, THOMAS MELLON FAMILY INTERESTS	1	15.58	MACMILLAN
EVANS, THOMAS MELLON FAMILY INTERESTS	1	74.41	PORTER (H.K.)
EVANS, THOMAS MELLON FAMILY INTERESTS	2	5.64	FERRO
EVINRUDE FAMILY INTERESTS	1	13.20	OUTBOARD MARINE
EXXON CORP	1	2.09P	EXXON

F

FACTOR-FIRESTEIN FAMILY INTERESTS	1	6.22	NORTON SIMON
FAHNESTOCK & CO+	4	1.95	EG & G
FALK-GRAHAM INTERESTS	1	4.44	BAXTER TRAVENOL LABS
FARINON, WILLIAM B	3	2.42	HARRIS
FEDERATED INVESTORS INC	4	.92	HORMEL (GEO. A.)
FIDELCOR INC	1	3.13	MERCK
FIDELCOR INC	2	7.59P	WESTMORELAND COAL
FIDELCOR INC	3	3.23P	CAMPBELL SOUP
FIDELCOR INC	4	3.43	SMITHKLINE
FIDELCOR INC	5	3.46P	ROHM & HAAS
FIDUCIARY TRUST CO (BOSTON)	4	2.17	BEMIS
FIDUCIARY TRUST CO (BOSTON)	4	5.30	CABOT
FIDUCIARY TRUST CO (BOSTON)	4	1.43	DOW JONES
FIDUCIARY TRUST CO OF NEW YORK	2	3.18	ROBERTSON (H.H.)
FIDUCIARY TRUST CO OF NEW YORK	4	1.45	TECUMSEH PRODUCTS
FIDUCIARY TRUST CO OF NEW YORK	5	4.04	CINCINNATI MILACRON
FIDUCIARY TRUST CO OF NEW YORK	5	1.42	C P C INTERNATIONAL
FIFTH THIRD BANK	2	1.94	BRISTOL-MYERS
FIFTH THIRD BANK	2	4.79	EAGLE-PICHER INDUSTRIES
FIFTH THIRD BANK	3	1.99	PROCTER & GAMBLE
FIGGIE, HARRY E JR FAMILY INTERESTS	1	7.64	A-T-O
FILBERT, ALVIN B & FAMILY	1	6.01	CENTRAL SOYA
FIRESTONE FAMILY INTERESTS	1	22.00	FIRESTONE TIRE & RUBBER
FIRESTONE TIRE & RUBBER CO	4	2.06	GAF

Top Five Stockholder	Rank	%	Profiled Company
FIRESTONE TIRE & RUBBER CO	5	.62	AKZONA
FIRST & MERCHANTS CORP	2	10.27P	ETHYL
FIRST AMERICAN BANK CORP	2	7.47	UPJOHN
FIRST ATLANTA CORP	4	4.22	BARNES GROUP
FIRST ATLANTA CORP	5	1.84	EG & G
FIRST BANK SYSTEM INC	1	7.02P	GOULD
FIRST BANK SYSTEM INC	1	7.49	MINNESOTA MINING & MFG
FIRST BANK SYSTEM INC	1	19.95	PEAVEY
FIRST BANK SYSTEM INC	2	2.66	CHAMPION INTERNATIONAL
FIRST BANK SYSTEM INC	2	2.29	CONAGRA
FIRST BANK SYSTEM INC	2	14.78	HORMEL (GEO. A.)
FIRST BANK SYSTEM INC	2	5.20	MURPHY OIL
FIRST BANK SYSTEM INC	3	1.19	ASHLAND OIL
FIRST BANK SYSTEM INC	3	3.16	INTERNATIONAL MULTIFOODS
FIRST BANK SYSTEM INC	4	3.76	ECONOMICS LABORATORY
FIRST BANK SYSTEM INC	4	2.64	JOHNS-MANVILLE
FIRST BANK SYSTEM INC	4	2.65	WEYERHAEUSER
FIRST CHICAGO CORP	1	7.57P	CATERPILLAR TRACTOR
FIRST CHICAGO CORP	1	8.22P	STANDARD OIL CO (INDIANA)
FIRST CHICAGO CORP	2	5.34	HOOVER
FIRST CHICAGO CORP	2	6.68P	INTERLAKE
FIRST CHICAGO CORP	3	3.12P	BAXTER TRAVENOL LABS
FIRST CHICAGO CORP	3	1.62	BEATRICE FOODS
FIRST CHICAGO CORP	3	3.07	CARNATION
FIRST CHICAGO CORP	3	2.65	CONSOLIDATED FOODS
FIRST CHICAGO CORP	3	1.39P	ZENITH RADIO
FIRST CHICAGO CORP	4	3.42	PITNEY-BOWES
FIRST CHICAGO CORP	4	3.78	WRIGHLEY (WM) JR
FIRST CHICAGO CORP	5	1.57	HOOVER UNIVERSAL
FIRST CITY BANCORP OF TEXAS INC	2	8.26	SHELL OIL
FIRST CITY BANCORP OF TEXAS INC	3	2.05	SUPERIOR OIL
FIRST CONNECTICUT BANCORP INC	3	8.98	BARNES GROUP
FIRST INTERNATIONAL BANCSHARES INC	1	16.34P	TYLER
FIRST INTERNATIONAL BANCSHARES INC	2	5.39P	AMERICAN PETROFINA
FIRST JERSEY NATIONAL CORP	3	1.94P	NL INDUSTRIES
FIRST KENTUCKY NATL CORP	4	.97	A-T-O
FIRST MANHATTAN CO	4	1.62	DPF
FIRST MANHATTAN CO	4	3.54	MACMILLAN
FIRST NATIONAL BANCORP INC	1	7.10P	JOHNS-MANVILLE
FIRST NATIONAL BANCORP INC	2	2.42	HOOVER UNIVERSAL
FIRST NATIONAL BANK IN BARTLESVILLE	1	7.24P	PHILLIPS PETROLEUM
FIRST NATIONAL BANK OF AKRON	3	7.14P	GENERAL TIRE & RUBBER
FIRST NATIONAL BANK OF AKRON	4	4.97	KNIGHT-RIDDER NEWSPAPERS
FIRST NATIONAL BK OF ALLENTOWN	5	2.14	NATIONAL GYPSUM
FIRST NATIONAL BOSTON CORP	2	5.48	BURLINGTON INDUSTRIES
FIRST NATIONAL BOSTON CORP	2	2.49	EG & G
FIRST NATIONAL BOSTON CORP	2	[illegible].81	FMC
FIRST NATIONAL BOSTON CORP	2	2.70	RAYTHEON
FIRST NATIONAL BOSTON CORP	2	3.08	TEXTRON
FIRST NATIONAL BOSTON CORP	3	6.92P	BANGOR PUNTA
FIRST NATIONAL BOSTON CORP	3	3.39	BECTON DICKINSON
FIRST NATIONAL BOSTON CORP	3	5.78	CABOT
FIRST NATIONAL BOSTON CORP	3	[illegible].04	POLAROID
FIRST NATIONAL BOSTON CORP	4	[illegible].23	ARMSTRONG WORLD INDUST
FIRST NATIONAL BOSTON CORP	4	2.[illegible]0	CORNING GLASS WORKS
FIRST NATIONAL BOSTON CORP	4	4.60	FOXBORO
FIRST NATIONAL BOSTON CORP	4	2.76	JONATHAN LOGAN
FIRST NATIONAL BOSTON CORP	5	1.13	DPF
FIRST NATIONAL BOSTON CORP	5	1.22	EASTMAN KODAK
FIRST NATIONAL BOSTON CORP	5	1.58	MINNESOTA MINING & MFG
FIRST NATIONAL CHARTER CORP	1	17.87P	BUTLER MANUFACTURING
FIRST NATIONAL CINCINNATI CORP	4	2.03	EMERSON ELECTRIC
FIRST NORTHWESTERN TRUST CO OF NEB	5	4.77	WASHINGTON POST
FIRST OKLAHOMA BANCORP INC	2	4.26	KIDDE
FIRST PENNSYLVANIA CORP	2	6.77P	CERTAIN-TEED
FIRST PENNSYLVANIA CORP	2	3.64	SMITHKLINE
FIRST PENNSYLVANIA CORP	3	2.99P	GENERAL REFRACTORIES
FIRST PENNSYLVANIA CORP	5	2.09	PENNWALT
FIRST SECURITY CORP	4	2.99	NORTON
FIRST TULSA BANCORP INC	5	1.09	GULF OIL
FIRST UNION BANCORP	1	7.58	BROWN GROUP
FIRST UNION BANCORP	2	8.90	OLIN
FIRST UNION BANCORP	2	7.47	RALSTON PURINA
FIRST UNION BANCORP	2	3.66P	SQUIBB
FIRST UNION BANCORP	3	3.74P	ANHEUSER-BUSCH CC.
FIRST UNION BANCORP	3	5.20	INTERCO
FIRST UNION BANCORP	4	4.51	MURPHY OIL

Top Five Stockholder	Rank	%	Profiled Company
FIRST UNION BANCORP	5	1.99	EMERSON ELECTRIC
FIRST WILSHIRE SECURITIES MANAGEMENT INC	5	.57	INSILCO
FIRST WISCONSIN CORP	3	2.52	BRIGGS & STRATTON
FIRST WISCONSIN CORP	3	4.30P	JOHNSON CONTROLS
FIRST WISCONSIN CORP	3	1.03	SMITH (A.O.)
FIRST WISCONSIN CORP	4	.91	AMERICAN BRANDS
FIRST WISCONSIN CORP	4	3.80	SCHLITZ (JOS.) BREWING
FIRST WISCONSIN CORP	5	1.57	CLARK OIL & REFINING
FIRSTENBERGER (LOWELL W) ESTATE	4	1.60	PEABODY INTERNATIONAL
FISHER, JOHN W & AFFILIATES	2	6.43	BALL
FISHER, MAX M FAMILY & ASSOC	3	7.10	UNITED BRANDS
FLACK, DUANE E	5	.37	MONFORT OF COLORADO
FLEISCHMAN (MAX C) FOUNDATION	3	3.57	STANDARD BRANDS
FLICK FAMILY INTERESTS (WEST GERMANY)	1	27.89	GRACE (W R)
FLORIDA STATE BOARD OF ADMINISTRATION	3	1.55	SPRINGS MILLS
FMR CORP	2	2.44	ARVIN INDUSTRIES
FMR CORP	2	7.12	BAUSCH & LOMB
FMR CORP	2	3.82	HARSCO
FMR CORP	2	7.41	REVERE COPPER & BRASS
FMR CORP	3	3.29	BRUNSWICK
FMR CORP	3	3.86	LOCKHEED
FMR CORP	3	2.27	NATL DISTILLERS & CHEM
FMR CORP	3	3.90	PABST BREWING
FMR CORP	3	1.65	UNITED STATES STEEL
FMR CORP	4	2.35	AMERICAN HOIST & DERRICK
FMR CORP	4	5.05	CYCLOPS
FMR CORP	4	2.31	GOULD
FMR CORP	4	1.37	HERSHEY FOODS
FMR CORP	4	2.97	KIDDE
FMR CORP	4	2.39	PUREX INDUSTRIES
FMR CORP	5	3.48	COLLINS & AIKMAN
FMR CORP	5	3.87	GERBER PRODUCTS
FMR CORP	5	2.38	GILLETTE
FMR CORP	5	.56	GREYHOUND
FMR CORP	5	2.26	GULF & WESTERN INDUSTRIES
FMR CORP	5	3.75	NATIONAL SEMICONDUCTOR
FMR CORP	5	2.84	POLAROID
FMR CORP	5	1.65	ST. REGIS PAPER
FMR CORP	5	2.30	STERLING DRUG
FMR CORP	5	2.36	SUNBEAM
FORD FAMILY INTERESTS	1	40.40	FORD MOTOR
FORSTMANN-LEFF ASSOCIATES	2	3.40	NORTHWEST INDUSTRIES
FORSTMANN-LEFF ASSOCIATES	3	2.73	HAMMERMILL PAPER
FORSTMANN-LEFF ASSOCIATES	3	4.87	MATTEL
FORSTMANN-LEFF ASSOCIATES	5	2.31	SEARLE (G.D.)
FORT WAYNE NATIONAL BK	3	3.79	CENTRAL SOYA
FRANK, STANLEY	2	19.15	KANE-MILLER
FULLER (GEORGE F & SYBIL H) FOUND	2	20.93	WYMAN-GORDON
FULTON, CHARLES R	4	2.67	FEDERAL

G

Top Five Stockholder	Rank	%	Profiled Company
GALLAND, RICHARD	5	.27	AMERICAN PETROFINA
GALVIN, ROBERT W & FAMILY	1	9.52	MOTOROLA
GAMBLE FAMILY INTERESTS	5	2.20	BROWN GROUP
GAMMAGE, EARL W	5	1.24	ANDERSON CLAYTON
GANN, GENE E	5	1.51	MCLOUTH STEEL
GANNETT FAMILY INTERESTS	1	11.38	GANNETT
GARDNER, D R	3	.17	PORTER (H.K.)
GARY, SAMUEL & ASSOCIATES	5	.82	STANDARD OIL CO (OHIO)
GEIER FAMILY INTERESTS	2	8.58	CINCINNATI MILACRON
GELB FAMILY INTERESTS	5	1.26	BRISTOL-MYERS
GENERAL AMERICAN INVESTORS CO INC	2	2.85	IOWA BEEF PROCESSORS
GENERAL ELECTRIC CO	1	4.11P	GENERAL ELECTRIC
GENERAL ELECTRIC CO	3	1.92	TRW
GENERAL ELECTRIC CO	5	1.58	GENERAL SIGNAL
GENERAL ELECTRIC CO	5	2.04	REXNORD
GENERAL ELECTRIC CO	5	1.19	REYNOLDS (R.J.) INDUST
GEORGIA-PACIFIC CORP	1	2.4[illegible]	GEORGIA-PACIFIC
GERBER FAMILY INTERESTS	1	15.94	GERBER PRODUCTS
GERMESHAUSEN, KENNETH J	1	3.43	EG & G
GETTY FAMILY INTERESTS	1	50.18	GETTY OIL
GIRARD CO	3	3.58	SMITHKLINE
GIRARD CO	4	2.32	CAMPBELL SOUP
GIRARD CO	4	1.53	CARPENTER TECHNOLOGY
GIRARD CO	5	3.96	ANCHOR HOCKING
GLASSER, HERMAN	3	.83	SHELLER-GLOBE

Top Five Stockholder	Rank	%	Profiled Company
GLENNON, RICHARD F FAMILY & ASSOCIATES	4	2.19	COLGATE-PALMOLIVE
GLICKENHAUS & CO	3	2.75	GULF RESOURCES & CHEMICAL
GLICKENHAUS & CO	3	4.78	SOUTHWEST FOREST INDUST
GOERLICH FAMILY INTERESTS	1	28.48	QUESTOR
GOES FAMILY INTERESTS	4	1.44	HEILEMAN (G) BREWING
GOLD, ISAAC	2	1.50	FREDERICK & HERRUD
GOLDBERG, EMANUEL & ASSOCIATES	4	2.28	SYBRON
GOLDSMITH, JAMES INTERESTS (FRANCE)	1	28.35	DIAMOND INTERNATIONAL
GOOD, KENNETH M & ASSOCIATES	2	5.46	TOSCO
GORDON, WILLIAM CORP	3	3.12	ARCATA
GOTTWALD FAMILY INTERESTS	1	15.01	ETHYL
GRACE, J PETER & FAMILY ASSOCIATES	5	1.11	GRACE (W R)
GRANT FAMILY INTERESTS	5	2.94	AMERICAN BAKERIES
GREAT LAKES CARBON CORP	1	25.98	GENERAL REFRACTORIES
GREEN (DAVID J) & CO	3	2.37	HOOVER UNIVERSAL
GREEN (DAVID J) & CO	3	4.98	MACMILLAN
GREENE, EMANUEL	5	.50	SAXON INDUSTRIES
GRIFFIN, JOHN C	4	.60	SHELLER-GLOBE
GROUPES BRUXELLES LAMBERT (BELGIUM)	2	6.83	STALEY (A.E.) MFG
GRUMMAN CORP PENSION PLAN	3	5.29	GRUMMAN
GULF & WESTERN INDUSTRIES INC	1	8.74	BRUNSWICK
GULF & WESTERN INDUSTRIES INC	1	6.54	CLUETT PEABODY
GULF & WESTERN INDUSTRIES INC	1	8.79	COLLINS & AIKMAN
GULF & WESTERN INDUSTRIES INC	1	19.49	GENERAL TIRE & RUBBER
GULF & WESTERN INDUSTRIES INC	1	14.74	LIBBEY-OWENS-FORD
GULF & WESTERN INDUSTRIES INC	1	17.91	MOHASCO
GULF & WESTERN INDUSTRIES INC	1	7.24	STEVENS (J.P.)
GULF & WESTERN INDUSTRIES INC	2	7.42	GOODRICH (B.F.)
GULF & WESTERN INDUSTRIES INC	2	9.16	JONATHAN LOGAN
GULF & WESTERN INDUSTRIES INC	2	5.24	MAGIC CHEF
GULF & WESTERN INDUSTRIES INC	3	1.93	AMSTAR
GULF & WESTERN INDUSTRIES INC	3	5.06	NATIONAL STEEL
GULF & WESTERN INDUSTRIES INC	4	4.11	CUMMINS ENGINE
GULF & WESTERN INDUSTRIES INC	4	2.15	FIELDCREST MILLS
GULF & WESTERN INDUSTRIES INC	5	2.53	BURLINGTON INDUSTRIES

H

Top Five Stockholder	Rank	%	Profiled Company
HAAS FAMILY INTERESTS	1	43.96	LEVI STRAUSS
HAAS, F OTTO FAMILY INTERESTS	1	47.07	ROHM & HAAS
HALE-VANIER FAMILY INTERESTS	2	5.21	ARCHER-DANIELS MIDLAND
HALPERIN, MAURICE A & BARRY S	1	22.35	KEYSTONE CONSOLIDATED
HAMMER, ARMAND & FAMILY	3	1.48	OCCIDENTAL PETROLEUM
HANNA MINING CO	2	5.68	NATIONAL STEEL
HARNISCHFEGER, HENRY & ASSOCIATES	2	7.81	HARNISCHFEGER
HARRIMAN FAMILY INTERESTS	2	2.09	UNION PACIFIC
HARRIS ASSOCIATES INC	2	2.71	CECO
HARRIS ASSOCIATES INC	5	2.01	ROPER
HARRIS BANKCORP INC	1	8.97P	FMC
HARRIS BANKCORP INC	1	9.80P	SIGNODE
HARRIS BANKCORP INC	3	7.94P	ESMARK
HARRIS BANKCORP INC	3	3.42	HUGHES TOOL
HARRIS BANKCORP INC	3	4.29	MOTOROLA
HARRIS BANKCORP INC	3	2.63	NATIONAL GYPSUM
HARRIS BANKCORP INC	3	2.70	WHEELABRATOR-FRYE
HARRIS BANKCORP INC	3	6.93	WHITTAKER
HARRIS BANKCORP INC	4	2.80	ABBOTT LABORATORIES
HARRIS BANKCORP INC	4	1.91P	ARVIN INDUSTRIES
HARRIS BANKCORP INC	4	2.65	CBI INDUSTRIES
HARRIS BANKCORP INC	5	1.50	ARMCO
HARRISON, J FRANK	2	10.86	DORSEY
HARTFORD NATIONAL CORP	1	16.35P	OLIN
HARTFORD NATIONAL CORP	3	1.46	INSILCO
HARTFORD NATIONAL CORP	3	3.77P	RICHARDSON-MERRELL
HARTFORD NATIONAL CORP	5	1.76	CARNATION
HAUSER, CRANE C-DELANY FAMILY TRUSTS	1	33.46	STANADYNE
HAWAII STATE EMPS RETIREMENT SYSTEM	3	9.06	PACIFIC RESOURCES
HEARST FAMILY INTERESTS	1	20.72	SOUTHWEST FOREST INDUST
HEFFELFINGER FAMILY INTERESTS	2	12.71	PEAVEY
HEIDRICH, ARTHUR G JR	4	1.27	KEYSTONE CONSOLIDATED
HEINEMAN, BEN W	3	2.15	NORTHWEST INDUSTRIES
HEINZ FAMILY INTERESTS	1	18.45	HEINZ (H J)
HELLER (WALTER E) INTERNATIONAL CORP	3	.75	AKZONA
HELLER (WALTER E) INTERNATIONAL CORP	4	1.16	LOWENSTEIN (M)
HELLER (WALTER E) INTERNATIONAL CORP	5	2.29	ARCATA
HELLER (WALTER E) INTERNATIONAL CORP	5	2.69	SCOVILL
HELLER (WALTER E) INTERNATIONAL CORP	5	.77	US INDUSTRIES

Top Five Stockholder	Rank	%	Profiled Company
HERRICK FAMILY INTERESTS	4	8.99	WYMAN-GORDON
HERRICK-SAGE FAMILY INTERESTS	1	64.99	TECUMSEH PRODUCTS
HERSHEY (MILTON) SCHOOL & SCHOOL TRUST	1	56.19	HERSHEY FOODS
HESS FAMILY INTERESTS	1	21.00	AMERADA HESS
HEUBLEIN FAMILY & ASSOCIATES	3	4.24	HEUBLEIN
HEWLETT, WILLIAM R FAMILY INTERESTS	2	17.02	HEWLETT-PACKARD
HIXON FAMILY INTERESTS	1	13.40	AMP
HOCHSCHILD FAMILY INTERESTS	3	2.92	AMAX
HOGAN, E VERNON	3	3.42	FEDERAL PAPER BOARD
HOLLERN, JOHN M & MICHAEL P	4	5.76	DIAMOND INTERNATIONAL
HONG KONG & SHANGHAI BANKING CORP	3	1.40P	GRACE (W R)
HONG KONG & SHANGHAI BANKING CORP	5	1.92	CBI INDUSTRIES
HONG KONG & SHANGHAI BANKING CORP	5	2.27	SKYLINE
HOOD, WARREN A FAMILY	3	3.22	MASONITE
HOORNSTRA, EDWARD H	4	2.76	GENERAL HOST
HOOVER FAMILY INTERESTS	1	21.07	HOOVER
HOOVER, CHARLES M	2	2.12	HOOVER
HORIZON BANCORP (N J)	1	7.56P	NABISCO
HORMEL FAMILY INTERESTS	1	45.35	HORMEL (GEO. A.)
HORTON FAMILY INTERESTS	1	6.06	CBI INDUSTRIES
HOSPITAL TRUST CORP	4	2.77	TEXTRON
HOUGHTON FAMILY INTERESTS	1	17.37	CORNING GLASS WORKS
HUNT FAMILY INTERESTS	1	9.11	GULF RESOURCES & CHEMICAL
HUNT FAMILY INTERESTS	1	9.21	LOUISIANA LAND & EXPLOR
HUNT, ALFRED M & ASSOCIATES	4	3.84	ALUMINUM CO OF AMERICA
HUNT, R A JR	4	.10	PORTER (H.K.)
HUTTON (E F) GROUP INC	4	3.40	SOUTHWEST FOREST INDUST

I

Top Five Stockholder	Rank	%	Profiled Company
I N C/O LTD (CANADA)	5	1.94	BRUNSWICK
IACOCCA, LEE A	2	.24	CHRYSLER
ICAHN, CARL C & ASSOCIATES	1	10.66	HAMMERMILL PAPER
ILLINOIS MUNICIPAL RETIREMENT FUND	5	.94	CONE MILLS
ILLINOIS MUNICIPAL RETIREMENT FUND	5	1.31	CROWN CENTRAL PETROLEUM
INA CORP	4	3.60	CERTAIN-TEED
INTERNATIONAL TELEPHONE & TELE CORP	1	3.70	I C INDUSTRIES
INTERNORTH INC	4	1.41	MOBIL
IRELAND FAMILY INTERESTS	1	23.33	VULCAN MATERIALS
IRVING BANK CORP	1	3.57P	AMERICAN BRANDS
IRVING BANK CORP	3	2.62P	STAUFFER CHEMICAL
IRVING BANK CORP	4	2.09	AVON PRODUCTS
IRVING BANK CORP	4	2.24	LONE STAR INDUSTRIES
IVERSON, F KENNETH	4	2.32	NUCOR

J

Top Five Stockholder	Rank	%	Profiled Company
JACOB, RICHARD J	2	2.94	DAYCO
JACOBS, IRWIN L & ASSOCIATES	2	9.16	PABST BREWING
JENNISON ASSOCIATES CAPITAL CORP	2	4.39	GENERAL INSTRUMENT
JENNISON ASSOCIATES CAPITAL CORP	2	5.34	NATIONAL SEMICONDUCTOR
JENNISON ASSOCIATES CAPITAL CORP	4	3.75	ROHM & HAAS
JENNISON ASSOCIATES CAPITAL CORP	5	2.67	DIGITAL EQUIPMENT
JENNISON ASSOCIATES CAPITAL CORP	5	2.09	HEWLETT-PACKARD
JENNISON ASSOCIATES CAPITAL CORP	5	1.52	NL INDUSTRIES
JESSEN, HOWARD E	5	1.87	CECO
JODREY FAMILY INTERESTS (CANADA)	3	5.79	STOKELY-VAN CAMP
JOHNSON (ROBERT WOOD) FOUNDATION	1	12.86	JOHNSON & JOHNSON
JOHNSON, WALTER J & FAMILY	3	6.41	HARCOURT BRACE JOVANOVICH
JONES, THOMAS V & FAMILY	4	1.96	NORTHROP
JOVANOVICH, WILLIAM FAMILY & ASSOCIATES	5	2.76	HARCOURT BRACE JOVANOVICH

K

Top Five Stockholder	Rank	%	Profiled Company
KAISER FAMILY INTERESTS	1	14.00	KAISER ALUMINUM & CHEM
KAISER FAMILY INTERESTS	5	3.87	KAISER STEEL
KANE, DANIEL FAMILY & ASSOC INTERESTS	1	31.19	KANE-MILLER
KANE-MILLER CORP EMPLOYEES RETIREMENT PLAN	3	4.30	KANE-MILLER
KAPLAN, IRVING M J	5	.40	COPPERWELD
KECK FAMILY INTERESTS	1	20.97	SUPERIOR OIL
KELLER, RICHARD B & FAMILY	4	4.51	WILLAMETTE INDUSTRIES
KELLOGG (W K) FOUNDATION	1	47.65	KELLOGG
KELM, GEORGE & AFFILIATES	2	7.86	AM INTERNATIONAL
KEMPER FAMILY GROUP	2	4.25	INTL MINERALS & CHEMICAL
KEMPER FAMILY GROUP	2	4.72	LOCKHEED
KEMPER FAMILY GROUP	2	2.64	NCR
KEMPER FAMILY GROUP	4	3.47	AMERICAN BROADCASTING COS

Top Five Stockholder	Rank	%	Profiled Company
KEMPER FAMILY GROUP	4	2.93	BLUE BELL
KEMPER FAMILY GROUP	4	1.28	BRISTOL-MYERS
KEMPER FAMILY GROUP	4	2.55	COMBUSTION ENGINEERING
KEMPER FAMILY GROUP	4	2.07	GENERAL DYNAMICS
KEMPER FAMILY GROUP	4	1.88	MARTIN MARIETTA
KEMPER FAMILY GROUP	4	1.72	NL INDUSTRIES
KEMPER FAMILY GROUP	5	1.04	BOEING
KEMPER FAMILY GROUP	5	2.01	LOUISIANA LAND & EXPLOR
KEMPER FAMILY GROUP	5	4.93	WYMAN-GORDON
KENNEDY ASSOCIATES INC	2	3.10	GULF RESOURCES & CHEMICAL
KENNEDY ASSOCIATES INC	2	4.22	VARIAN ASSOCIATES
KENNEDY ASSOCIATES INC	3	2.04	PEABODY INTERNATIONAL
KENNEDY, JOHN R FAMILY INTERESTS	1	9.66	FEDERAL PAPER BOARD
KERR FAMILY INTERESTS	4	1.86	KERR-MCGEE
KIDDE INC	3	4.44	ROYAL CROWN COMPANIES
KIECKHEFER, ROBERT & POLK, EUGENE INTERESTS	2	6.01	BELCO PETROLEUM
KIECKHEFER, ROBERT H	2	2.98	WEYERHAEUSER
KIRBY FAMILY GROUP-ALLEGHANY CORP	2	2.28	NL INDUSTRIES
KIRBY FAMILY GROUP-ALLEGHANY CORP	3	3.16	CBI INDUSTRIES
KIRBY FAMILY GROUP-ALLEGHANY CORP	3	3.25	COMBUSTION ENGINEERING
KIRBY FAMILY GROUP-ALLEGHANY CORP	3	3.05	EAGLE-PICHER INDUSTRIES
KIRBY FAMILY GROUP-ALLEGHANY CORP	3	3.56	GENERAL INSTRUMENT
KIRBY FAMILY GROUP-ALLEGHANY CORP	3	2.20	SCHERING-PLOUGH
KIRBY FAMILY GROUP-ALLEGHANY CORP	4	3.11	CONTROL DATA
KIRBY FAMILY GROUP-ALLEGHANY CORP	4	1.58	LITTON INDUSTRIES
KIRBY FAMILY GROUP-ALLEGHANY CORP	5	2.39	CROWN ZELLERBACH
KIRBY FAMILY GROUP-ALLEGHANY CORP	5	2.12	DOVER
KIRBY FAMILY GROUP-ALLEGHANY CORP	5	3.58	NALCO CHEMICAL
KIRBY FAMILY GROUP-ALLEGHANY CORP	5	2.43	REVLON
KLEBANOFF FAMILY INTERESTS	3	3.87	OGDEN
KLUGE, JOHN W	1	17.99	METROMEDIA
KNIGHT FAMILY INTERESTS	1	29.52	KNIGHT-RIDDER NEWSPAPERS
KNUDSEN, SEMON E	2	.82	WHITE MOTOR
KOBE STEEL LTD (JAPAN)	1	10.11	HARNISCHFEGER
KOSS, PHILIP K & FAMILY	2	1.29	SAXON INDUSTRIES
KOZMETSKY, GEORGE	3	2.92	TELEDYNE
KRAKOWER, BERNARD M	3	1.00	NVF
KROEGER, HAL A JR	1	4.60	SAXON INDUSTRIES

L

Top Five Stockholder	Rank	%	Profiled Company
LAND, EDWIN H FAMILY INTERESTS	1	12.45	POLAROID
LANNAN, J PATRICK & ASSOCIATES	5	3.11	MACMILLAN
LARSON, RICHARD D & FAMILY	4	4.87	PEAVEY
LAZARD FRERES & CO	1	5.78	FRUEHAUF
LAZARD FRERES & CO	3	1.54	AMERICAN CAN
LAZARD FRERES & CO	3	2.84	CORNING GLASS WORKS
LAZARD FRERES & CO	3	4.92	WESTVACO
LAZARD FRERES & CO	4	2.18	BLACK & DECKER MFG
LAZARD FRERES & CO	4	2.43	EX-CELL-O
LAZARD FRERES & CO	5	1.91	BECTON DICKINSON
LEEAM WEATHERS-GOWIN	1	13.09	FEDERAL
LEEDS, ISABELLE & FAMILY	2	5.23	CHESEBROUGH-PONDS
LEHMAN BROTHERS KUHN LOEB INC	2	2.54	STANADYNE
LEHMAN BROTHERS KUHN LOEB INC	3	1.20	AMERICAN MOTORS
LEHMAN BROTHERS KUHN LOEB INC	3	4.32	BELL & HOWELL
LEHMAN BROTHERS KUHN LOEB INC	3	.74	WHITE MOTOR
LEHMAN BROTHERS KUHN LOEB INC	3	4.01	MOORE MCCORMACK RESOURCES
LEHMAN BROTHERS KUHN LOEB INC	4	.96	GENERAL REFRACTORIES
LEHMAN BROTHERS KUHN LOEB INC	5	2.56	ALLEGHENY LUDLUM
LEHMAN BROTHERS KUHN LOEB INC	5	2.56	JONATHAN LOGAN
LEHN, COLLIE W	2	6.57	COLLINS & AIKMAN
LEIR, HENRY J & FAMILY	1	7.28	INTL MINERALS & CHEMICAL
LEISENRING, E B JR-WENTZ FAMILY INTERESTS	5	2.47	WESTMORELAND COAL
LEIST, NEIL S & DREW ALAN W FAMILY INTERESTS	1	18.15	AMERICAN BAKERIES
LESLIE, JOHN H FAMILY INTERESTS	3	5.79	SIGNODE
LIESER, WILLIAM E INTERESTS	5	4.29	CYCLOPS
LILLY ENDOWMENT, INC	1	18.01	LILLY (ELI)
LINCOLN FINANCIAL CORP	5	1.06	CENTRAL SOYA
LINCOLN FIRST BANKS INC	2	2.41	EASTMAN KODAK
LINCOLN FIRST BANKS INC	3	3.50	BAUSCH & LOMB
LINCOLN FIRST BANKS INC	3	4.44	CINCINNATI MILACRON
LINCOLN FIRST BANKS INC	3	3.32	GENERAL SIGNAL
LINCOLN FIRST BANKS INC	4	3.91	GANNETT
LINCOLN FIRST BANKS INC	5	1.69	SYBRON
LINCOLN NATIONAL CORP	3	3.07	DEAN FOODS
LINCOLN NATIONAL CORP	5	.36	CONSOLIDATED PAPERS
LINCOLN NATIONAL CORP	5	1.97	WEST POINT-PEPPERELL
LINDNER FAMILY GROUP-AMERICAN FINANCIAL CORP	1	8.24	GULF & WESTERN INDUSTRIES
LINDNER FAMILY GROUP-AMERICAN FINANCIAL CORP	1	30.26	UNITED BRANDS
LINDNER FAMILY GROUP-AMERICAN FINANCIAL CORP	2	4.12	GANNETT
LINDNER FAMILY GROUP-AMERICAN FINANCIAL CORP	2	13.86	WHEELING-PITTSBURGH STEEL
LINDNER FAMILY GROUP-AMERICAN FINANCIAL CORP	3	2.58	CHARTER
LINDNER FAMILY GROUP-AMERICAN FINANCIAL CORP	4	.69	NVF
LORCH, ERNEST H	5	1.34	DORSEY
LORD ABBETT & CO	1	11.05	ANCHOR HOCKING
LORD ABBETT & CO	1	7.10	ARMSTRONG WORLD INDUST
LORD ABBETT & CO	1	2.53	EMERSON ELECTRIC
LORD ABBETT & CO	1	7.12	REPUBLIC STEEL
LORD ABBETT & CO	2	3.88	JIM WALTER
LORD ABBETT & CO	2	7.87	LONE STAR INDUSTRIES
LORD ABBETT & CO	2	1.74	OCCIDENTAL PETROLEUM
LORD ABBETT & CO	2	2.24	UNION CARBIDE
LORD ABBETT & CO	3	1.98	ARMCO
LORD ABBETT & CO	3	1.51	ASARCO
LORD ABBETT & CO	3	4.43	BETHLEHEM STEEL
LORD ABBETT & CO	3	3.76	BORG-WARNER
LORD ABBETT & CO	3	4.14	IDEAL BASIC INDUSTRIES
LORD ABBETT & CO	3	3.47	INLAND STEEL
LORD ABBETT & CO	3	3.77	KIDDE
LORD ABBETT & CO	3	3.45	MCDERMOTT
LORD ABBETT & CO	3	3.17	PHELPS DODGE
LORD ABBETT & CO	3	1.02	UNIROYAL
LORD ABBETT & CO	3	4.11	UNITED STATES GYPSUM
LORD ABBETT & CO	4	2.55	GENERAL FOODS
LORD ABBETT & CO	4	1.87	INTERNATIONAL HARVESTER
LORD ABBETT & CO	4	2.33	OWENS-ILLINOIS
LORD ABBETT & CO	4	2.28	QUAKER OATS
LORD ABBETT & CO	4	3.01	SCOTT PAPER
LORD ABBETT & CO	5	2.83	BUCYRUS-ERIE
LORD ABBETT & CO	5	2.30	FMC
LORD ABBETT & CO	5	1.89	GOODYEAR TIRE & RUBBER
LORD ABBETT & CO	5	3.93	KAISER ALUMINUM & CHEM
LORD ABBETT & CO	5	1.53	WESTINGHOUSE ELECTRIC
LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	2	4.51	WITCO CHEMICAL
LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	3	5.14	VF
LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	4	3.83	OUTBOARD MARINE
LOS ANGELES COUNTY EMPLOYEES RETIR ASSOC	4	3.08	REPUBLIC STEEL
LOUISIANA-PACIFIC CORP	1	6.47	NATIONAL GYPSUM
LOUISIANA-PACIFIC CORP	3	3.74P	LOUISIANA-PACIFIC
LOUKS, DAVID J	4	4.15	LEAR SIEGLER
LOWENSTEIN FAMILY INTERESTS	1	48.84	LOWENSTEIN (M)
LUCE FAMILY INTERESTS	2	6.64	TIME
LUFKIN, DAN W & SCARFF, EDWARD L GROUP	2	15.51	QUESTOR
LYKES FAMILY INTERESTS	4	3.60	LTV

M

Top Five Stockholder	Rank	%	Profiled Company
MACKAY-SHIELDS FINANCIAL CORP	3	3.67	CAPITAL CITIES COMM
MACKAY-SHIELDS FINANCIAL CORP	3	2.72	SUNDSTRAND
MACKAY-SHIELDS FINANCIAL CORP	5	3.41	BAUSCH & LOMB
MACKAY-SHIELDS FINANCIAL CORP	5	3.38	GENERAL CINEMA
MACKAY-SHIELDS FINANCIAL CORP	5	2.24	IOWA BEEF PROCESSORS
MADISON FUND INC	1	15.49	AM INTERNATIONAL
MADISON FUND INC	1	15.04	INTERLAKE
MADISON FUND INC	2	3.62	PITNEY-BOWES
MADISON FUND INC	3	2.31	AMSTED INDUSTRIES
MADISON FUND INC	4	3.34	INTERLAKE
MADSEN, I A	1	5.85	CAMPBELL TAGGART
MAHONEY, DAVID & FAMILY	2	2.47	NORTON SIMON
MANNING & NAPIER ADVISORS INC	4	2.16	GOODRICH (B.F.)
MANNING & NAPIER ADVISORS INC	5	.86	KANE-MILLER
MANOOGIAN FAMILY INTERESTS	1	16.02	MASCO
MANSAGER, FELIX N & FAMILY	4	.34	HOOVER
MANUFACTURERS HANOVER CORP	1	4.96P	TEXACO
MANUFACTURERS HANOVER CORP	1	6.64	AMERICAN HOIST & DERRICK
MANUFACTURERS HANOVER CORP	1	3.30P	UNION CARBIDE
MANUFACTURERS HANOVER CORP	1	1.44	WARNER-LAMBERT
MANUFACTURERS HANOVER CORP	1	3.26	BLACK & DECKER MFG
MANUFACTURERS HANOVER CORP	1	2.59	C P C INTERNATIONAL
MANUFACTURERS HANOVER CORP	1	4.79	GENERAL SIGNAL
MANUFACTURERS HANOVER CORP	2	3.71	DANA
MANUFACTURERS HANOVER CORP	2	2.49	EMERSON ELECTRIC
MANUFACTURERS HANOVER CORP	2	3.07	MONSANTO

Top Five Stockholder	Rank	%	Profiled Company
MANUFACTURERS HANOVER CORP	2	1.60	UNITED TECHNOLOGIES
MANUFACTURERS HANOVER CORP	2	3.37	STANLEY WORKS
MANUFACTURERS HANOVER CORP	2	3.12	BURROUGHS
MANUFACTURERS HANOVER CORP	2	2.81	GENERAL FOODS
MANUFACTURERS HANOVER CORP	2	1.57	INTL BUSINESS MACHINES
MANUFACTURERS HANOVER CORP	2	2.38	CATERPILLAR TRACTOR
MANUFACTURERS HANOVER CORP	3	6.48P	FIRESTONE TIRE & RUBBER
MANUFACTURERS HANOVER CORP	3	3.16	INGERSOLL-RAND
MANUFACTURERS HANOVER CORP	3	1.52	KELLOGG
MANUFACTURERS HANOVER CORP	3	2.48	NORTHWESTERN STEEL & WIRE
MANUFACTURERS HANOVER CORP	3	3.55	PITNEY-BOWES
MANUFACTURERS HANOVER CORP	3	1.46	UNION OIL CO OF CALIF
MANUFACTURERS HANOVER CORP	3	1.62	EASTMAN KODAK
MANUFACTURERS HANOVER CORP	3	1.72	ATLANTIC RICHFIELD
MANUFACTURERS HANOVER CORP	3	1.36	BOEING
MANUFACTURERS HANOVER CORP	3	2.28	JOHNSON & JOHNSON
MANUFACTURERS HANOVER CORP	3	1.68	MINNESOTA MINING & MFG
MANUFACTURERS HANOVER CORP	4	3.05	JOHNSON CONTROLS
MANUFACTURERS HANOVER CORP	4	2.29	MORTON-NORWICH PRODUCTS
MANUFACTURERS HANOVER CORP	4	2.57	STAUFFER CHEMICAL
MANUFACTURERS HANOVER CORP	4	3.70	SUNBEAM
MANUFACTURERS HANOVER CORP	4	2.69	DEERE
MANUFACTURERS HANOVER CORP	4	2.76	SMITH INTERNATIONAL
MANUFACTURERS HANOVER CORP	4	1.39	XEROX
MANUFACTURERS HANOVER CORP	4	1.03	EXXON
MANUFACTURERS HANOVER CORP	4	1.61	COCA-COLA
MANUFACTURERS HANOVER CORP	4	2.92	PHELPS DODGE
MANUFACTURERS HANOVER CORP	5	2.14P	AMF
MANUFACTURERS HANOVER CORP	5	1.75	CHAMPION SPARK PLUG
MANUFACTURERS HANOVER CORP	5	1.56	DART & KRAFT
MANUFACTURERS HANOVER CORP	5	1.86	MCDONNELL DOUGLAS
MANUFACTURERS HANOVER CORP	5	3.23	OWENS-CORNING FIBERGLAS
MANUFACTURERS HANOVER CORP	5	1.42	UNITED STATES STEEL
MANUFACTURERS HANOVER CORP	5	2.97	NEWMONT MINING
MANUFACTURERS HANOVER CORP	5	1.38	DU PONT (EI) DE NEMOURS
MANUFACTURERS HANOVER CORP	5	1.40	CONOCO
MANUFACTURERS HANOVER CORP	5	2.41	CHAMPION INTERNATIONAL
MANUFACTURERS HANOVER CORP	5	3.12	ALUMINUM CO OF AMERICA
MANUFACTURERS LIFE INSUR CO (CANADA)	2	5.16	AMERICAN BAKERIES
MANUFACTURERS LIFE INSUR CO (CANADA)	4	1.86	GULF RESOURCES & CHEMICAL
MANUFACTURERS NATIONAL CORP	2	17.48P	FORD MOTOR
MAPELLI, ROLAND L	2	2.21	MONFORT OF COLORADO
MARSH & MCLENNAN COS INC	1	8.94	BAUSCH & LOMB
MARSH & MCLENNAN COS INC	1	6.28	CAPITAL CITIES COMM
MARSH & MCLENNAN COS INC	1	8.49	DATA GENERAL
MARSH & MCLENNAN COS INC	1	5.16	GENERAL INSTRUMENT
MARSH & MCLENNAN COS INC	1	5.26	SMITH INTERNATIONAL
MARSH & MCLENNAN COS INC	1	10.88	THIOKOL
MARSH & MCLENNAN COS INC	1	6.29	WARNER COMMUNICATIONS
MARSH & MCLENNAN COS INC	1	7.66	WHEELABRATOR-FRYE
MARSH & MCLENNAN COS INC	2	2.61	BAKER INTERNATIONAL
MARSH & MCLENNAN COS INC	2	1.91	FREEPORT MINERALS
MARSH & MCLENNAN COS INC	2	5.16	NALCO CHEMICAL
MARSH & MCLENNAN COS INC	2	5.04	PERKIN-ELMER
MARSH & MCLENNAN COS INC	2	2.72	PHILIP MORRIS
MARSH & MCLENNAN COS INC	2	3.19	SONOCO PRODUCTS
MARSH & MCLENNAN COS INC	2	5.06	STERLING DRUG
MARSH & MCLENNAN COS INC	2	3.30	SUNDSTRAND
MARSH & MCLENNAN COS INC	3	2.07	CAMERON IRON WORKS
MARSH & MCLENNAN COS INC	3	2.39	COOPER INDUSTRIES
MARSH & MCLENNAN COS INC	3	1.74	C P C INTERNATIONAL
MARSH & MCLENNAN COS INC	3	6.57	DEXTER
MARSH & MCLENNAN COS INC	3	4.78	NATIONAL SEMICONDUCTOR
MARSH & MCLENNAN COS INC	3	3.73	TEKTRONIX
MARSH & MCLENNAN COS INC	3	2.64	TEXAS INSTRUMENTS
MARSH & MCLENNAN COS INC	4	3.43	AIR PRODUCTS & CHEMICALS
MARSH & MCLENNAN COS INC	4	3.49	BIG THREE INDUSTRIES
MARSH & MCLENNAN COS INC	4	4.17	CINCINNATI MILACRON
MARSH & MCLENNAN COS INC	4	4.49	DIGITAL EQUIPMENT
MARSH & MCLENNAN COS INC	4	2.62	DRESSER INDUSTRIES
MARSH & MCLENNAN COS INC	4	2.79	GILLETTE
MARSH & MCLENNAN COS INC	4	3.55	GRUMMAN
MARSH & MCLENNAN COS INC	4	2.32	HARRIS
MARSH & MCLENNAN COS INC	4	4.02	JOY MANUFACTURING
MARSH & MCLENNAN COS INC	4	3.00	LUBRIZOL
MARSH & MCLENNAN COS INC	4	2.22	SQUIBB
MARSH & MCLENNAN COS INC	4	2.59	STALEY (A.E.) MFG

Top Five Stockholder	Rank	%	Profiled Company
MARSH & MCLENNAN COS INC	4	1.24	UNION OIL CO OF CALIF
MARSH & MCLENNAN COS INC	5	1.25	AMERICAN CYANAMID
MARSH & MCLENNAN COS INC	5	2.19	AMSTED INDUSTRIES
MARSH & MCLENNAN COS INC	5	2.98	BAXTER TRAVENOL LABS
MARSH & MCLENNAN COS INC	5	1.83	MERCK
MARSH & MCLENNAN COS INC	5	2.87	SMITHKLINE
MARSH & MCLENNAN COS INC	5	1.28	UNITED TECHNOLOGIES
MARSHALL & ILSLEY CORP	2	.85	GREYHOUND
MARTIN, ADA L	5	2.65	DIAMOND INTERNATIONAL
MARYLAND NATIONAL CORP	2	2.97P	FAIRCHILD INDUSTRIES
MARYLAND NATIONAL CORP	3	3.01	FRUEHAUF
MARYLAND NATIONAL CORP	3	3.06	WHITE CONSOLIDATED
MASON, RAYMOND K FAMILY & ASSOCIATES	2	13.10	CHARTER
MASONITE CORP	2	3.55P	MASONITE
MASSACHUSETTS FINANCIAL SERVICES INC	2	2.31	SHERWIN-WILLIAMS
MASSACHUSETTS FINANCIAL SERVICES INC	4	3.22	AVNET
MASSACHUSETTS FINANCIAL SERVICES INC	4	2.67	SKYLINE
MASSACHUSETTS FINANCIAL SERVICES INC	4	2.08	WARNER COMMUNICATIONS
MASSACHUSETTS FINANCIAL SERVICES INC	5	1.96	GRUMMAN
MASSACHUSETTS FINANCIAL SERVICES INC	5	2.05	TIMKEN
MASSACHUSETTS INSTITUTE OF TECHNOLOGY	5	3.06	CABOT
MASSACHUSETTS MUTUAL LIFE INSUR CO	4	1.34	EMHART
MASSACHUSETTS MUTUAL LIFE INSUR CO	5	2.12	BRIGGS & STRATTON
MASSACHUSETTS MUTUAL LIFE INSUR CO	5	1.87	HARSCO
MATHERS & CO INC	1	4.24	GREYHOUND
MATHERS & CO INC	2	3.19	PEABODY INTERNATIONAL
MATHERS & CO INC	2	10.52	GERBER PRODUCTS
MATHERS & CO INC	3	3.95	HART SCHAFFNER & MARX
MATHERS & CO INC	3	3.83	SUNBEAM
MATHERS & CO INC	4	4.42	ROYAL CROWN COMPANIES
MATHERS & CO INC	5	3.35	SCHLITZ (JOS.) BREWING
MCALLISTER, WALTER W JR & FAMILY	4	1.26	ANDERSON CLAYTON
MCCABE, THOMAS B & FAMILY	5	1.89	SCOTT PAPER
MCCORMICK, CHARLES P JR	5	3.01	MCCORMICK
MCCULLOUGH FAMILY INTERESTS	3	6.14	COLLINS & AIKMAN
MCDONNELL FAMILY INTERESTS	2	22.00	MCDONNELL DOUGLAS
MCDOWELL NATIONAL BANK	2	6.11P	NVF
MCGEE, DEAN A FAMILY & ASSOCIATES	1	3.27	KERR-MCGEE
MCGRAW FAMILY INTERESTS	1	20.00	MCGRAW-HILL
MCGREGOR, HOWARD L JR	5	4.15	LEAR SIEGLER
MCINTOSH, LESTER A & FAMILY	4	2.09	NORRIS INDUSTRIES
MCINTYRE FAMILY INTERESTS	2	1.45	TENNECO
MCKINNEY, JOSEPH F	2	5.54	TYLER
MCMILLEN, DALE W JR & HAROLD W	4	2.97	CENTRAL SOYA
MEAD FAMILY AFFILIATES	1	43.87	CONSOLIDATED PAPERS
MELLON FAMILY INTERESTS	1	20.00	ALUMINUM CO OF AMERICA
MELLON FAMILY INTERESTS	1	11.00	GULF OIL
MELLON FAMILY INTERESTS	1	20.00	KOPPERS
MELLON NATIONAL CORP	1	4.98	AIR PRODUCTS & CHEMICALS
MELLON NATIONAL CORP	1	15.37P	ARMCO
MELLON NATIONAL CORP	1	6.06	CHESEBROUGH-PONDS
MELLON NATIONAL CORP	1	4.88	CLARK EQUIPMENT
MELLON NATIONAL CORP	1	6.92	LTV
MELLON NATIONAL CORP	2	4.67P	ALUMINUM CO OF AMERICA
MELLON NATIONAL CORP	2	1.58	AMERICAN HOME PRODUCTS
MELLON NATIONAL CORP	2	3.43	DRESSER INDUSTRIES
MELLON NATIONAL CORP	2	2.16P	GULF OIL
MELLON NATIONAL CORP	2	4.84	KIMBERLY-CLARK
MELLON NATIONAL CORP	2	8.46P	PPG INDUSTRIES
MELLON NATIONAL CORP	3	3.23P	ALLEGHENY LUDLUM
MELLON NATIONAL CORP	3	3.58	BECKMAN INSTRUMENTS
MELLON NATIONAL CORP	3	4.03	CERTAIN-TEED
MELLON NATIONAL CORP	3	4.84	NALCO CHEMICAL
MELLON NATIONAL CORP	3	2.81	TEXTRON
MELLON NATIONAL CORP	3	3.57	UNION CAMP
MELLON NATIONAL CORP	4	3.14	AMP
MELLON NATIONAL CORP	4	3.45	HEINZ (H J)
MELLON NATIONAL CORP	4	2.78	TIMES MIRROR
MELLON NATIONAL CORP	4	1.50	UNION PACIFIC
MELLON NATIONAL CORP	5	2.15	BLACK & DECKER MFG
MELLON NATIONAL CORP	5	2.57	DEERE
MELLON NATIONAL CORP	5	2.22	MONSANTO
MELLON NATIONAL CORP	5	3.18	SQUARE D
MERCANTILE BANCORPORATION INC	2	4.13	ANHEUSER-BUSCH COS
MERCANTILE BANCORPORATION INC	2	4.85	BROWN GROUP
MERCANTILE BANCORPORATION INC	3	3.16P	CHROMALLOY AMERICAN
MERCANTILE BANCORPORATION INC	3	2.63	KELLWOOD

Top Five Stockholder	Rank	%	Profiled Company
MERCANTILE BANCORPORATION INC	4	4.02	ALLIS-CHALMERS
MERCANTILE BANCORPORATION INC	4	3.85	INTERCO
MERCANTILE BANCORPORATION INC	5	2.21	ALLIED CHEMICAL
MERCANTILE BANKSHARES CORP	2	2.47	EMHART
MERCANTILE BANKSHARES CORP	3	1.86	REYNOLDS (R.J.) INDUST
MERCHANTS NATIONAL CORP	2	4.77	LILLY (ELI)
MERRILL LYNCH & CO INC	3	.86	SAXON INDUSTRIES
MERRILL LYNCH & CO INC	5	1.19	DAN RIVER
METROPOLITAN LIFE INSURANCE CO	5	2.45	AMERADA HESS
METROPOLITAN LIFE INSURANCE CO	5	2.52	CAMPBELL TAGGART
MEYER/GRAHAM FAMILY INTERESTS	1	23.14	WASHINGTON POST
MICHEL FAMILY INTERESTS	5	1.68	CITIES SERVICE
MICHIGAN NATIONAL CORP	3	2.04	DAYCO
MIDLAND BANK GROUP (ENGLAND)	1	11.12P	STANDARD OIL CO OF CALIF
MIDLAND BANK GROUP (ENGLAND)	2	2.84	WHEELABRATOR-FRYE
MIDLAND BANK GROUP (ENGLAND)	4	2.33	LEVI STRAUSS
MIDLAND BANK GROUP (ENGLAND)	4	1.37	REYNOLDS (R.J.) INDUST
MIDLAND BANK GROUP (ENGLAND)	4	2.52	THIOKOL
MILLER ANDERSON & SHERRERD	3	1.64	CANNON MILLS
MILLER ANDERSON & SHERRERD	4	2.26	AMSTED INDUSTRIES
MILLER ANDERSON & SHERRERD	4	2.96	BROWN GROUP
MILLER FAMILY INTERESTS	1	24.80	CUMMINS ENGINE
MILLER, MILTON J	4	.61	FREDERICK & HERRUD
MILLER, PAUL	3	4.06	GANNETT
MILLER, RICHARD H	2	7.62	SCHLITZ (JOS.) BREWING
MILSTEIN, SEYMOUR & PAUL FAMILY INTERESTS	2	13.68	UNITED BRANDS
MINNESOTA STATE BOARD OF INVESTMENT	5	2.41	MASONITE
MOLINE NATIONAL CORP	1	5.40	DEERE
MONFORT FAMILY INTERESTS	1	73.11	MONFORT OF COLORADO
MOORE, GORDON E & FAMILY ASSOCIATES	1	10.14	INTEL
MORGAN (J P) & CO INC	1	3.52	AMERICAN CYANAMID
MORGAN (J P) & CO INC	1	2.50	AMERICAN HOME PRODUCTS
MORGAN (J P) & CO INC	1	7.57P	BETHLEHEM STEEL
MORGAN (J P) & CO INC	1	10.22	CHICAGO PNEUMATIC TOOL
MORGAN (J P) & CO INC	1	3.78P	EASTMAN KODAK
MORGAN (J P) & CO INC	1	4.98	EMHART
MORGAN (J P) & CO INC	1	7.49	FERRO
MORGAN (J P) & CO INC	1	4.77P	GILLETTE
MORGAN (J P) & CO INC	1	2.35	INTL BUSINESS MACHINES
MORGAN (J P) & CO INC	1	3.77	SPERRY
MORGAN (J P) & CO INC	1	5.72	TALLEY INDUSTRIES
MORGAN (J P) & CO INC	1	2.58	UNITED TECHNOLOGIES
MORGAN (J P) & CO INC	1	10.12	CONTROL DATA
MORGAN (J P) & CO INC	2	2.30	AMERICAN MOTORS
MORGAN (J P) & CO INC	2	2.97	AMF
MORGAN (J P) & CO INC	2	4.94	AMP
MORGAN (J P) & CO INC	2	2.16	ASARCO
MORGAN (J P) & CO INC	2	4.48	AVON PRODUCTS
MORGAN (J P) & CO INC	2	3.72	CAMERON IRON WORKS
MORGAN (J P) & CO INC	2	3.81	CARPENTER TECHNOLOGY
MORGAN (J P) & CO INC	2	4.55	CENTRAL SOYA
MORGAN (J P) & CO INC	2	3.64	COMBUSTION ENGINEERING
MORGAN (J P) & CO INC	2	4.68	CROWN ZELLERBACH
MORGAN (J P) & CO INC	2	6.09	EX-CELL-O
MORGAN (J P) & CO INC	2	4.83	GRACE (W R)
MORGAN (J P) & CO INC	2	2.96	JOHNSON & JOHNSON
MORGAN (J P) & CO INC	2	3.24	KERR-MCGEE
MORGAN (J P) & CO INC	2	4.42	LTV
MORGAN (J P) & CO INC	2	4.40	MARATHON OIL
MORGAN (J P) & CO INC	2	3.82	MEMOREX
MORGAN (J P) & CO INC	2	2.29	MOBIL
MORGAN (J P) & CO INC	2	3.41	RCA
MORGAN (J P) & CO INC	2	5.32	SKYLINE
MORGAN (J P) & CO INC	2	5.46	SUPERIOR OIL
MORGAN (J P) & CO INC	2	4.69	TIMES MIRROR
MORGAN (J P) & CO INC	2	6.21	MCGRAW-HILL
MORGAN (J P) & CO INC	2	1.94	XEROX
MORGAN (J P) & CO INC	2	2.73	PHILLIPS PETROLEUM
MORGAN (J P) & CO INC	2	4.38	INGERSOLL-RAND
MORGAN (J P) & CO INC	3	1.65	COCA-COLA
MORGAN (J P) & CO INC	3	4.67	CRANE
MORGAN (J P) & CO INC	3	3.28	DEERE
MORGAN (J P) & CO INC	3	4.92	DIGITAL EQUIPMENT
MORGAN (J P) & CO INC	3	2.14	EG & G
MORGAN (J P) & CO INC	3	3.58	FIELDCREST MILLS
MORGAN (J P) & CO INC	3	4.85	FOXBORO
MORGAN (J P) & CO INC	3	3.84	GAF
MORGAN (J P) & CO INC	3	.64	GREYHOUND
MORGAN (J P) & CO INC	3	4.39	HERCULES
MORGAN (J P) & CO INC	3	3.76	INTERLAKE
MORGAN (J P) & CO INC	3	5.01	JOHNS-MANVILLE
MORGAN (J P) & CO INC	3	6.75	JONATHAN LOGAN
MORGAN (J P) & CO INC	3	4.81P	KIMBERLY-CLARK
MORGAN (J P) & CO INC	3	2.31	MERCK
MORGAN (J P) & CO INC	3	2.48	NUCOR
MORGAN (J P) & CO INC	3	1.86	PFIZER
MORGAN (J P) & CO INC	3	5.06	PILLSBURY
MORGAN (J P) & CO INC	3	4.61	POTLATCH
MORGAN (J P) & CO INC	3	1.80	SINGER
MORGAN (J P) & CO INC	3	4.14	SQUARE D
MORGAN (J P) & CO INC	3	4.35	STERLING DRUG
MORGAN (J P) & CO INC	3	7.05P	VULCAN MATERIALS
MORGAN (J P) & CO INC	3	11.77	WASHINGTON POST
MORGAN (J P) & CO INC	3	3.04	WILLIAMS COS
MORGAN (J P) & CO INC	3	3.34	DAN RIVER
MORGAN (J P) & CO INC	4	1.38	AMAX
MORGAN (J P) & CO INC	4	1.89	BELCO PETROLEUM
MORGAN (J P) & CO INC	4	1.75	CONTINENTAL GROUP
MORGAN (J P) & CO INC	4	1.02	GENERAL ELECTRIC
MORGAN (J P) & CO INC	4	1.28	GENERAL MOTORS
MORGAN (J P) & CO INC	4	1.58	GETTY OIL
MORGAN (J P) & CO INC	4	2.43	LILLY (ELI)
MORGAN (J P) & CO INC	4	2.84	LOUISIANA LAND & EXPLOR
MORGAN (J P) & CO INC	4	1.49	MARYLAND CUP
MORGAN (J P) & CO INC	4	1.68	MINNESOTA MINING & MFG
MORGAN (J P) & CO INC	4	3.83	MOORE MCCORMACK RESOURCES
MORGAN (J P) & CO INC	4	3.08	NATIONAL CAN
MORGAN (J P) & CO INC	4	3.64	OGDEN
MORGAN (J P) & CO INC	4	1.48	PROCTER & GAMBLE
MORGAN (J P) & CO INC	4	1.58	REVERE COPPER & BRASS
MORGAN (J P) & CO INC	4	.85	ROCKWELL INTERNATIONAL
MORGAN (J P) & CO INC	4	2.39	TIME
MORGAN (J P) & CO INC	4	1.61	WESTINGHOUSE ELECTRIC
MORGAN (J P) & CO INC	4	3.21	WESTMORELAND COAL
MORGAN (J P) & CO INC	4	2.34	SEARLE (G.D.)
MORGAN (J P) & CO INC	4	3.00	GREAT NORTHERN NEKOOSA
MORGAN (J P) & CO INC	4	3.37	BUCYRUS-ERIE
MORGAN (J P) & CO INC	4	3.96	NATIONAL SEMICONDUCTOR
MORGAN (J P) & CO INC	4	1.70	UNION CARBIDE
MORGAN (J P) & CO INC	5	3.19	CAPITAL CITIES COMM
MORGAN (J P) & CO INC	5	2.23	CERTAIN-TEED
MORGAN (J P) & CO INC	5	1.76	CHARTER
MORGAN (J P) & CO INC	5	1.75	CONAGRA
MORGAN (J P) & CO INC	5	1.34	DOW CHEMICAL
MORGAN (J P) & CO INC	5	3.14	ECONOMICS LABORATORY
MORGAN (J P) & CO INC	5	2.52	FEDERAL
MORGAN (J P) & CO INC	5	1.76	HARNISCHFEGER
MORGAN (J P) & CO INC	5	3.64	PARKER-HANNIFIN
MORGAN (J P) & CO INC	5	2.58	RALSTON PURINA
MORGAN (J P) & CO INC	5	2.15	STAUFFER CHEMICAL
MORGAN (J P) & CO INC	5	1.37	TEXASGULF
MORGAN (J P) & CO INC	5	2.44	TEXTRON
MORGAN (J P) & CO INC	5	2.84	SIGNAL COMPANIES
MORGAN (J P) & CO INC	5	2.76	HONEYWELL
MORGAN, JOHN A & ASSOCIATES	5	1.62	BUTLER MANUFACTURING
MORRIS, EDWIN A & ASSOCIATES	5	2.44	BLUE BELL
MOSS, CRUSE W	1	2.19	WHITE MOTOR
MUDD, SEELEY FAMILY INTERESTS	5	.97	STANDARD OIL CO (INDIANA)
MUELLER, ROBERT E	3	5.48	STALEY (A.E.) MFG
MULLER, N NORMAN INTERESTS	2	3.00	SCM
MURCH, BOYNTON D ESTATE	3	3.66	WHIRLPOOL
MURDOCK, DAVID H FAMILY INTERESTS	1	20.13	IOWA BEEF PROCESSORS
MURDOCK, DAVID H FAMILY INTERESTS	2	5.04	CANNON MILLS
MURDOCK, DAVID H FAMILY INTERESTS	2	8.18	DAN RIVER
MURDOCK, DAVID H FAMILY INTERESTS	2	1.90	UNION OIL CO OF CALIF
MURPHY FAMILY INTERESTS	1	38.00	MURPHY OIL
MURPHY OIL CORP	1	6.16	POTLATCH

N

Top Five Stockholder	Rank	%	Profiled Company
NATIONAL BANK & TRUST CO OF NORWICH (NY)	3	4.02	MORTON-NORWICH PRODUCTS
NATIONAL CITY CORP	1	11.17	LUBRIZOL
NATIONAL CITY CORP	1	4.59P	MARATHON OIL
NATIONAL CITY CORP	1	14.73P	TRW

Top Five Stockholder	Rank	%	Profiled Company
NATIONAL CITY CORP	2	2.47	AMERICAN HOIST & DERRICK
NATIONAL CITY CORP	2	2.84	HARRIS
NATIONAL CITY CORP	2	2.77P	STANDARD OIL CO (OHIO)
NATIONAL CITY CORP	3	4.64P	MIDLAND-ROSS
NATIONAL CITY CORP	4	1.29	AMERICAN CYANAMID
NATIONAL DETROIT CORP	1	3.64	BEATRICE FOODS
NATIONAL DETROIT CORP	1	2.16	BRISTOL-MYERS
NATIONAL DETROIT CORP	1	11.28P	CHRYSLER
NATIONAL DETROIT CORP	1	12.08P	FEDERAL-MOGUL
NATIONAL DETROIT CORP	1	13.65P	GENERAL MOTORS
NATIONAL DETROIT CORP	1	5.10	KIMBERLY-CLARK
NATIONAL DETROIT CORP	1	7.64	PENNWALT
NATIONAL DETROIT CORP	1	6.62	PILLSBURY
NATIONAL DETROIT CORP	2	2.68	AMERICAN STANDARD
NATIONAL DETROIT CORP	2	3.16	BAXTER TRAVENOL LABS
NATIONAL DETROIT CORP	2	5.51	SQUARE D
NATIONAL DETROIT CORP	3	2.06	DOW CHEMICAL
NATIONAL DETROIT CORP	3	2.09	EMERSON ELECTRIC
NATIONAL DETROIT CORP	3	4.01	MASCO
NATIONAL DETROIT CORP	3	1.64	XEROX
NATIONAL DETROIT CORP	4	1.05	BOEING
NATIONAL DETROIT CORP	5	3.11	AMP
NATIONAL DETROIT CORP	5	2.32	HUGHES TOOL
NATIONAL DETROIT CORP	5	1.89	JOHNSON & JOHNSON
NATIONAL DETROIT CORP	5	3.77	MOTOROLA
NATIONAL DETROIT CORP	5	1.47	PROCTER & GAMBLE
NATIONAL INVESTMENT SER OF AMERICA INC	5	2.39	THIOKOL
NATIONAL LIFE INSURANCE CO	5	1.53	CHICAGO PNEUMATIC TOOL
NATIONAL SECURITIES & RESEARCH CORP	3	2.94	NORTHROP
NATIONWIDE MUTUAL INSUR CO	5	3.23	CUMMINS ENGINE
NATIONWIDE MUTUAL INSUR CO	5	3.70	METROMEDIA
NATIONWIDE MUTUAL INSUR CO	5	2.69	VULCAN MATERIALS
NETHERLEIGHT CORP (INDIANA)	3	3.75	SCOTT PAPER
NEUBERGER & BERMAN+	1	6.21	ALLEGHENY LUDLUM
NEUBERGER & BERMAN+	1	4.51	MOORE MCCORMACK RESOURCES
NEUBERGER & BERMAN+	2	7.58	CYCLOPS
NEUBERGER & BERMAN+	2	7.22	ECONOMICS LABORATORY
NEUBERGER & BERMAN+	2	6.56	HARCOURT BRACE JOVANOVICH
NEUBERGER & BERMAN+	2	6.49	KAISER STEEL
NEUBERGER & BERMAN+	2	5.49	MACMILLAN
NEUBERGER & BERMAN+	2	8.76	REYNOLDS METALS
NEUBERGER & BERMAN+	2	4.72	SUN CHEMICAL
NEUBERGER & BERMAN+	3	4.48	NATIONAL CAN
NEUBERGER & BERMAN+	3	3.54	VARIAN ASSOCIATES
NEUBERGER & BERMAN+	4	1.59	CROWN CENTRAL PETROLEUM
NEUBERGER & BERMAN+	4	2.09	INTERNATIONAL MULTIFOODS
NEUBERGER & BERMAN+	5	.91	SPRINGS MILLS
NEUBERGER & BERMAN+	5	2.61	WITCO CHEMICAL
NEUSTADTER, ARNOLD (ENGLAND)	2	2.43	INSILCO
NEW ENGLAND MERCHANTS CO INC	2	10.02	FOXBORO
NEW ENGLAND MERCHANTS CO INC	5	2.01	BEMIS
NEW ENGLAND MERCHANTS CO INC	5	3.51	DENNISON MANUFACTURING
NEW ENGLAND MERCHANTS CO INC	5	2.91	INTEL
NEW ENGLAND MUTUAL LIFE INSUR CO	1	5.41	LEAR SIEGLER
NEW ENGLAND MUTUAL LIFE INSUR CO	1	4.66	PEABODY INTERNATIONAL
NEW ENGLAND MUTUAL LIFE INSUR CO	4	3.95	AM INTERNATIONAL
NEW ENGLAND MUTUAL LIFE INSUR CO	5	1.48	FAIRCHILD INDUSTRIES
NEW ENGLAND MUTUAL LIFE INSUR CO	5	2.07	NCR
NEW ENGLAND MUTUAL LIFE INSUR CO	5	1.90	NORTHROP
NEW JERSEY DIVISION OF INVESTMENTS	3	1.90	BENDIX
NEW JERSEY DIVISION OF INVESTMENTS	3	2.91	GILLETTE
NEW YORK STATE COMMON RETIREMENT FUND	4	1.31	FREEPORT MINERALS
NEW YORK STATE COMMON RETIREMENT FUND	5	1.85	EX-CELL-O
NEW YORK STATE TEACHERS RETIR FUND	2	2.71	BLACK & DECKER MFG
NEW YORK STATE TEACHERS RETIR FUND	4	1.41	KELLOGG
NEW YORK STATE TEACHERS RETIR FUND	4	2.48	STANLEY WORKS
NEW YORK STATE TEACHERS RETIR FUND	5	2.58	INGERSOLL-RAND
NEWMAN, E H & FAMILY	5	2.08	CHROMALLOY AMERICAN
NEWMONT MINING CORP	2	3.26	CONOCO
NIMOCKS, JESSE & FAMILY	4	.69	INSILCO
NORA, VITTORIO DE	3	2.45	DIAMOND SHAMROCK
NORQUIST, ELLIOT & ASSOCIATES	2	8.22	BUTLER MANUFACTURING
NORRIS FAMILY INTERESTS	1	24.04	NORRIS INDUSTRIES
NORTHERN TRUST CORP	1	10.40P	BORG-WARNER
NORTHERN TRUST CORP	1	18.61P	MCGRAW-EDISON
NORTHERN TRUST CORP	1	4.50P	UNITED STATES GYPSUM
NORTHERN TRUST CORP	2	4.52	MORTON-NORWICH PRODUCTS
NORTHERN TRUST CORP	2	10.45	WRIGHLEY (WM) JR
NORTHERN TRUST CORP	3	7.29	DONNELLEY (R.R.) & SONS
NORTHERN TRUST CORP	3	2.29	QUAKER OATS
NORTHERN TRUST CORP	3	6.15	SCHLITZ (JOS.) BREWING
NORTHERN TRUST CORP	5	2.11	OWENS-ILLINOIS
NORTHWEST BANCORPORATION	2	2.80	BEMIS
NORTHWEST BANCORPORATION	2	7.99P	INTERNATIONAL MULTIFOODS
NORTHWEST BANCORPORPORATION	3	1.85	BORDEN
NORTHWEST BANKCORPORATION	3	11.68	PEAVEY
NORTHWEST OHIO BANCSHARES INC	5	2.94	LIBBEY-OWENS-FORD
NORTHWEST PENNSYLVANIA BANK & TRUST CO	1	9.52	QUAKER STATE OIL REFINING
NOYCE, ROBERT N	3	3.51	INTEL
NU-WEST GROUP LTD (CANADA)	2	7.23	CITIES SERVICE
NUSSBAUM, CLARICE	4	.86	SAXON INDUSTRIES
NV PHILIPS (NETHERLANDS)	1	62.64	NORTH AMERICAN PHILIPS

O

Top Five Stockholder	Rank	%	Profiled Company
O'CONNOR FAMILY INTERESTS	2	9.42	DEAN FOODS
O'NEIL FAMILY INTERESTS	2	7.57	GENERAL TIRE & RUBBER
OCHILTREE FAMILY INTERESTS	3	2.19	CECO
OHIO CASUALTY CORP	3	.55	AMERICAN PETROFINA
OHIO CITIZENS TRUST CO	3	12.83	QUESTOR
OHIO PUBLIC EMPLOYEES RETIR SYSTEM	4	1.59	FAIRCHILD INDUSTRIES
OHIO STATE TEACHERS RETIR SYSTEM	4	3.18	BORG-WARNER
OHIO STATE TEACHERS RETIR SYSTEM	4	2.78	TEKTRONIX
OHIO STATE TEACHERS RETIR SYSTEM	5	2.08	AMERICAN STANDARD
OHIO STATE TEACHERS RETIR SYSTEM	5	2.23	INLAND STEEL
OHIO STATE TEACHERS RETIR SYSTEM	5	1.83	SPERRY
OHRSTROM FAMILY INTERESTS	1	11.52	DOVER
OLAYMAN, SULIMAN S (SAUDI ARABIA)	1	11.08	WHITTAKER
OLD KENT FINANCIAL CORP	3	1.10	FREDERICK & HERRUD
OLD STATE BANK OF FREMONT	4	4.93	GERBER PRODUCTS
OLD STONE CORP	1	18.32P	TEXTRON
OLIN, JOHN M & ASSOCIATES	4	3.72	OLIN
OLSEN, KENNETH H	2	5.49	DIGITAL EQUIPMENT
OMAHA NATIONAL CORP	4	2.23	CONAGRA
OPPENHEIMER HOLDINGS INC+	2	4.07	NATIONAL SERVICE INDUST
OPPENHEIMER HOLDINGS INC+	2	3.36	UNIROYAL
OPPENHEIMER HOLDINGS INC+	3	3.98	LTV
OPPENHEIMER HOLDINGS INC+	3	3.04	NORRIS INDUSTRIES
OPPENHEIMER HOLDINGS INC+	3	4.41	AVNET
OPPENHEIMER HOLDINGS INC+	4	2.89	CHROMALLOY AMERICAN
OPPENHEIMER HOLDINGS INC+	5	1.41	BELCO PETROLEUM
OPPENHEIMER HOLDINGS INC+	5	1.50	PEABODY INTERNATIONAL
OPPENHEIMER, HARRY GROUP (SOUTH AFRICA)	1	8.43	NEWMONT MINING
OREGON PUBLIC EMPLOYEES RETIR SYSTEM	4	3.40	MCCORMICK
OREGON PUBLIC EMPLOYEES RETIR SYSTEM	5	2.00	CLUETT PEABODY
OREGON PUBLIC EMPLOYEES RETIR SYSTEM	5	1.68	KELLWOOD
OREGON PUBLIC EMPLOYEES RETIR SYSTEM	5	1.50	SINGER
ORLOFF, MONFORD A INTERESTS	4	4.15	EVANS PRODUCTS
OSBORN FAMILY INTERESTS	1	8.83	ECONOMICS LABORATORY
OSSORIO, FREDERIC E	1	3.30	AMSTAR
OTTAWAY, JAMES H SR & FAMILY	2	5.06	DOW JONES
OWSLEY, ALVIN M JR & ASSOC	4	2.50	BALL

P

Top Five Stockholder	Rank	%	Profiled Company
PACKARD FAMILY INTERESTS	1	20.99	HEWLETT-PACKARD
PALEY, WILLIAM S & ASSOCIATES	1	7.08	CBS
PANHANDLE EASTERN CORP	1	9.59	NATL DISTILLERS & CHEM
PARK, ROY H	1	2.83	CONAGRA
PARKER, JOHN R & FAMILY	5	.48	SMITH (A.O.)
PEARSON (S) & SON LTD (ENGLAND)	2	2.97	ASHLAND OIL
PELICAN GROVE	2	7.54	LOWENSTEIN (M)
PENN VIRGINIA CORP	1	31.08	WESTMORELAND COAL
PENN, RALPH S	5	2.46	JOHNSON CONTROLS
PETROFINA S A (BELGIUM)	1	71.58	AMERICAN PETROFINA
PEW FAMILY INTERESTS	1	30.06	SUN
PHARAON, GHAITH RASHAD (SAUDI ARABIA)	5	1.28	OCCIDENTAL PETROLEUM
PHELPS, MASON & FAMILY INTERESTS	1	4.31	FAIRCHILD INDUSTRIES
PHILADELPHIA NATIONAL CORP	2	11.81	ROHM & HAAS
PHILADELPHIA NATIONAL CORP	3	4.27P	SUN
PIGOTT FAMILY INTERESTS	2	10.97	PACCAR
PIONEER GROUP INC	1	4.81	BUCYRUS-ERIE
PIONEER GROUP INC	1	5.41	EAGLE-PICHER INDUSTRIES
PIONEER GROUP INC	1	4.38	INLAND STEEL

Top Five Stockholder	Rank	%	Profiled Company
PIONEER GROUP INC	1	5.90	ROBERTSON (H.H.)
PIONEER GROUP INC	1	6.93	WEST POINT-PEPPERELL
PIONEER GROUP INC	2	5.24	CUMMINS ENGINE
PIONEER GROUP INC	2	2.90	HERSHEY FOODS
PIONEER GROUP INC	2	4.39	NORTHWESTERN STEEL & WIRE
PIONEER GROUP INC	3	5.76	ALLIS-CHALMERS
PIONEER GROUP INC	3	4.68	ARMSTRONG WORLD INDUST
PIONEER GROUP INC	3	4.98	HOOVER
PIONEER GROUP INC	3	2.54	NORTH AMERICAN PHILIPS
PIONEER GROUP INC	3	4.37	OLIN
PIONEER GROUP INC	3	3.94	WITCO CHEMICAL
PIONEER GROUP INC	4	1.41	BENDIX
PIONEER GROUP INC	4	1.90	GOODYEAR TIRE & RUBBER
PIONEER GROUP INC	4	3.12	KOPPERS
PIONEER GROUP INC	5	4.52	AVERY INTERNATIONAL
PIONEER GROUP INC	5	3.51	FERRO
PIONEER GROUP INC	5	2.87	GREAT NORTHERN NEKOOSA
PIONEER GROUP INC	5	2.53	HANDY & HARMAN
PIONEER GROUP INC	5	2.04	HERCULES
PIONEER GROUP INC	5	1.44	MARYLAND CUP
PIONEER GROUP INC	5	1.54	PACCAR
PIPER (WILLIAM T) ESTATE	4	4.96	BANGOR PUNTA
PITCAIRN FAMILY INTERESTS	1	15.10	PPG INDUSTRIES
PITTSBURGH NATIONAL CORP	1	18.93P	NATIONAL STEEL
PITTSBURGH NATIONAL CORP	4	2.22	AMF
PITTSBURGH NATIONAL CORP	4	1.54	ROBERTSON (H.H.)
PLOUGH, ABE	1	3.76	SCHERING-PLOUGH
POLSTER, WILLIAM A	2	6.26	LUBRIZOL
PORTHOUSE, CYRIL R	4	5.32	QUESTOR
POSNER FAMILY INTERESTS	1	17.08	EVANS PRODUCTS
POSNER FAMILY INTERESTS	1	7.94	JOHNSON CONTROLS
POSNER FAMILY INTERESTS	1	10.24	NASHUA
POSNER FAMILY INTERESTS	1	29.13	NATIONAL CAN
POSNER FAMILY INTERESTS	1	40.32	NVF
POSNER FAMILY INTERESTS	2	3.87	CHROMALLOY AMERICAN
POSNER FAMILY INTERESTS	2	6.32	GAF
POSNER FAMILY INTERESTS	2	11.65	GENERAL HOST
POSNER FAMILY INTERESTS	2	4.56	NATIONAL GYPSUM
POSNER FAMILY INTERESTS	2	5.07	ROYAL CROWN COMPANIES
POSNER FAMILY INTERESTS	2	6.11	SIGNODE
POSNER FAMILY INTERESTS	3	5.23	MCLOUTH STEEL
PRIM, WAYNE L	1	5.61	ARCATA
PRINGLE FLINN ELVINS & DONAHUE INC	4	2.39	ETHYL
PRINGLE FLINN ELVINS & DONAHUE INC	4	2.82	PACCAR
PRITZKER FAMILY INTERESTS	1	12.31	GENERAL HOST
PROCTER & GAMBLE CO	1	12.68P	PROCTER & GAMBLE
PROVIDENT NATIONAL CORP	2	4.17	CAMPBELL SOUP
PROVIDENT NATIONAL CORP	3	1.95	HERSHEY FOODS
PROVIDENT NATIONAL CORP	4	2.91	ACF INDUSTRIES
PROVIDENT NATIONAL CORP	4	1.66	CONE MILLS
PROVIDENT NATIONAL CORP	4	4.58	SCOTT & FETZER
PROVIDENT NATIONAL CORP	4	1.57	CHICAGO PNEUMATIC TOOL
PROVIDENT NATIONAL CORP	5	1.39	DOW JONES
PROVIDENT NATIONAL CORP	5	1.94	EATON
PROVIDENT NATIONAL CORP	5	1.86	KERR-MCGEE
PRUDENTIAL INSURANCE CO OF AM	1	3.24	BURROUGHS
PRUDENTIAL INSURANCE CO OF AM	1	3.55	CHAMPION INTERNATIONAL
PRUDENTIAL INSURANCE CO OF AM	1	4.06	HARRIS
PRUDENTIAL INSURANCE CO OF AM	1	4.43	INGERSOLL-RAND
PRUDENTIAL INSURANCE CO OF AM	1	4.47	JOY MANUFACTURING
PRUDENTIAL INSURANCE CO OF AM	1	2.88	PFIZER
PRUDENTIAL INSURANCE CO OF AM	1	3.56	RAYTHEON
PRUDENTIAL INSURANCE CO OF AM	1	5.57	STERLING DRUG
PRUDENTIAL INSURANCE CO OF AM	1	2.14	UNION PACIFIC
PRUDENTIAL INSURANCE CO OF AM	2	3.18	AMERADA HESS
PRUDENTIAL INSURANCE CO OF AM	2	3.93	BENDIX
PRUDENTIAL INSURANCE CO OF AM	2	1.89	BOEING
PRUDENTIAL INSURANCE CO OF AM	2	3.65	BUCYRUS-ERIE
PRUDENTIAL INSURANCE CO OF AM	2	4.56	CLARK EQUIPMENT
PRUDENTIAL INSURANCE CO OF AM	2	4.93	COOPER INDUSTRIES
PRUDENTIAL INSURANCE CO OF AM	2	1.59	GEORGIA-PACIFIC
PRUDENTIAL INSURANCE CO OF AM	2	5.29	HUGHES TOOL
PRUDENTIAL INSURANCE CO OF AM	2	3.89	MAPCO
PRUDENTIAL INSURANCE CO OF AM	2	3.21	PHELPS DODGE
PRUDENTIAL INSURANCE CO OF AM	2	3.34	STAUFFER CHEMICAL
PRUDENTIAL INSURANCE CO OF AM	2	3.11	STORAGE TECHNOLOGY
PRUDENTIAL INSURANCE CO OF AM	3	3.64	BOISE CASCADE

Top Five Stockholder	Rank	%	Profiled Company
PRUDENTIAL INSURANCE CO OF AM	3	4.91	CBS
PRUDENTIAL INSURANCE CO OF AM	3	3.23	DRESSER INDUSTRIES
PRUDENTIAL INSURANCE CO OF AM	3	1.83	GULF OIL
PRUDENTIAL INSURANCE CO OF AM	3	3.87	JIM WALTER
PRUDENTIAL INSURANCE CO OF AM	3	2.90	MARATHON OIL
PRUDENTIAL INSURANCE CO OF AM	3	4.68	METROMEDIA
PRUDENTIAL INSURANCE CO OF AM	3	2.77	PERKIN-ELMER
PRUDENTIAL INSURANCE CO OF AM	3	3.99	TOSCO
PRUDENTIAL INSURANCE CO OF AM	3	1.92	UNION CARBIDE
PRUDENTIAL INSURANCE CO OF AM	4	1.07	ATLANTIC RICHFIELD
PRUDENTIAL INSURANCE CO OF AM	4	2.92	BETHLEHEM STEEL
PRUDENTIAL INSURANCE CO OF AM	4	1.48	CAMERON IRON WORKS
PRUDENTIAL INSURANCE CO OF AM	4	1.48	DU PONT (EI) DE NEMOURS
PRUDENTIAL INSURANCE CO OF AM	4	2.82	MEMOREX
PRUDENTIAL INSURANCE CO OF AM	4	4.20	MOTOROLA
PRUDENTIAL INSURANCE CO OF AM	4	3.02	SIGNAL COMPANIES
PRUDENTIAL INSURANCE CO OF AM	4	.94	TEXACO
PRUDENTIAL INSURANCE CO OF AM	4	2.26	UNION CAMP
PRUDENTIAL INSURANCE CO OF AM	4	3.28	UPJOHN
PRUDENTIAL INSURANCE CO OF AM	5	1.13	AMAX
PRUDENTIAL INSURANCE CO OF AM	5	2.22	CHESEBROUGH-PONDS
PRUDENTIAL INSURANCE CO OF AM	5	1.92	GENERAL DYNAMICS
PRUDENTIAL INSURANCE CO OF AM	5	1.23	GENERAL MOTORS
PRUDENTIAL INSURANCE CO OF AM	5	2.23	GOULD
PRUDENTIAL INSURANCE CO OF AM	5	3.36	IDEAL BASIC INDUSTRIES
PRUDENTIAL INSURANCE CO OF AM	5	3.52	MASCO
PRUDENTIAL INSURANCE CO OF AM	5	1.96	TEXAS INSTRUMENTS
PRUDENTIAL INSURANCE CO OF AM	5	1.74	TRW

R

Top Five Stockholder	Rank	%	Profiled Company
RAINIER BANCORPORATION	4	.49	CONSOLIDATED PAPERS
RCA CORP	4	.54	WHITE MOTOR
REGIE NATIONALE DES USINES RENAULT (FRANCE)	1	50.79	AMERICAN MOTORS
REGNER-STRATTON INTERESTS	1	5.59	BRIGGS & STRATTON
REICH & TANG INC	3	2.66	UNITED MERCHANTS & MFRS
REICH & TANG INC	4	2.44	NATIONAL SERVICE INDUST
REICH & TANG INC	5	.69	CANNON MILLS
REICH & TANG INC	5	3.13	MOORE MCCORMACK RESOURCES
REICH & TANG INC	5	2.73	STEVENS (J.P.)
REICHHOLD CHEMICALS INC	2	8.91P	REICHHOLD CHEMICALS
REICHHOLD, HENRY H & FAMILY	3	4.53	REICHHOLD CHEMICALS
RELIANCE GROUP INC	2	5.99	SOUTHWEST FOREST INDUST
RELIANCE GROUP INC	3	6.41	NEW YORK TIMES
REPUBLIC OF TEXAS CORP	1	2.67	MEAD
REPUBLIC OF TEXAS CORP	1	4.95P	TENNECO
REPUBLIC OF TEXAS CORP	1	13.88P	TEXAS INSTRUMENTS
REPUBLIC OF TEXAS CORP	1	5.69	WHITE CONSOLIDATED
REPUBLIC OF TEXAS CORP	2	2.69	CONSOLIDATED FOODS
REPUBLIC OF TEXAS CORP	3	2.21	AMERICAN STANDARD
REPUBLIC OF TEXAS CORP	3	4.00	FEDERAL-MOGUL
REPUBLIC OF TEXAS CORP	3	2.58	IOWA BEEF PROCESSORS
REPUBLIC OF TEXAS CORP	3	4.71	LEAR SIEGLER
REPUBLIC OF TEXAS CORP	3	1.73	US INDUSTRIES
REPUBLIC OF TEXAS CORP	4	3.31	CLARK EQUIPMENT
REPUBLIC OF TEXAS CORP	4	1.47	OCCIDENTAL PETROLEUM
REPUBLIC OF TEXAS CORP	4	5.01	WHITTAKER
REPUBLIC OF TEXAS CORP	5	3.59	SCOTT & FETZER
RESNICK FAMILY INTERESTS	1	6.73	AVNET
REVSON FAMILY INTERESTS	4	2.83	REVLON
REYNOLDS, RICHARD J FAMILY INTERESTS	1	12.98	REYNOLDS METALS
RHONE-POULENC PRICEL GROUP (FRANCE)	1	20.45	MORTON-NORWICH PRODUCTS
RICHARDSON, H SMITH FAMILY INTERESTS	1	40.13	RICHARDSON-MERRELL
RICHARDSON, H SMITH FAMILY INTERESTS	4	1.58	DOW CHEMICAL
RICHARDSON, SID FAMILY INTERESTS	2	9.08	BLUE BELL
RICHEY-RUSHTON FAMILY INTERESTS	4	1.65	QUAKER STATE OIL REFINING
RICHMOND-WASHINGTON CO	4	.61	GREYHOUND
RIDDER FAMILY INTERESTS	2	6.75	KNIGHT-RIDDER NEWSPAPERS
ROBECO (HOLLAND)	4	1.91	PABST BREWING
ROBECO (HOLLAND)	4	2.30	WHEELABRATOR-FRYE
ROBINSON, JOHN C	3	1.98	TALLEY INDUSTRIES
ROCKEFELLER FAMILY INTERESTS	2	1.68	EXXON
ROCKEFELLER FAMILY INTERESTS	2	2.11	STANDARD OIL CO OF CALIF
ROCKEFELLER FAMILY INTERESTS	3	1.97	MOBIL
ROCKEFELLER FAMILY INTERESTS	5	2.36	BORG-WARNER
ROCKFORD ACROMATIC PRODUCTS CO	3	7.82	KEYSTONE CONSOLIDATED
ROCKWELL, WILLARD F & AFFILIATES	4	2.40	SCM

Top Five Stockholder	Rank	%	Profiled Company
ROCKWELL, WILLARD F FAMILY INTERESTS	2	2.87	ROCKWELL INTERNATIONAL
ROON, DONALD	5	2.56	DEXTER
ROSENBERG CAPITAL MANAGEMENT	2	4.26	DENNISON MANUFACTURING
ROSENBERG CAPITAL MANAGEMENT	2	4.60	THIOKOL
ROSENBERG CAPITAL MANAGEMENT	4	3.35	CAPITAL CITIES COMM
ROSENBERG CAPITAL MANAGEMENT	4	2.67	SUNDSTRAND
ROSENBERG CAPITAL MANAGEMENT	5	1.76	MARTIN MARIETTA
ROSENBERG CAPITAL MANAGEMENT	5	2.06	WARNER COMMUNICATIONS
ROSENHAUS, MATTHEW B FAMILY & ASSOC	2	4.49	NABISCO
ROTHSCHILD (L F) UNTERBERG TOWBIN	4	2.28	IOWA BEEF PROCESSORS
ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1	66.29	COPPERWELD
ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	1	4.92	PITNEY-BOWES
ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	2	1.63	BEATRICE FOODS
ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	2	9.09P	HYSTER
ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	2	9.36	LEVI STRAUSS
ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	2	3.77	STANDARD BRANDS
ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	2	1.42	WARNER-LAMBERT
ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	3	2.74	GENERAL MILLS
ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	3	2.64	MAPCO
ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	4	1.70	CATERPILLAR TRACTOR
ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	4	3.57	DENNISON MANUFACTURING
ROTHSCHILD FAMILY GROUP (FRANCE-ENGLAND)	4	1.39	GEORGIA-PACIFIC
ROULSTON & CO INC	4	1.64	HOOVER UNIVERSAL
ROWE PRICE (T) & ASSOCIATES INC	1	9.27	ALLIS-CHALMERS
ROWE PRICE (T) & ASSOCIATES INC	1	5.79	DIAMOND SHAMROCK
ROWE PRICE (T) & ASSOCIATES INC	1	3.72	DRESSER INDUSTRIES
ROWE PRICE (T) & ASSOCIATES INC	1	4.95	MCDERMOTT
ROWE PRICE (T) & ASSOCIATES INC	1	7.21	MIDLAND-ROSS
ROWE PRICE (T) & ASSOCIATES INC	1	5.82	NATIONAL SEMICONDUCTOR
ROWE PRICE (T) & ASSOCIATES INC	1	5.73	SQUARE D
ROWE PRICE (T) & ASSOCIATES INC	1	4.42	STANLEY WORKS
ROWE PRICE (T) & ASSOCIATES INC	2	3.74	GENERAL SIGNAL
ROWE PRICE (T) & ASSOCIATES INC	2	6.10	JOHNSON CONTROLS
ROWE PRICE (T) & ASSOCIATES INC	2	4.53	LOUISIANA-PACIFIC
ROWE PRICE (T) & ASSOCIATES INC	2	2.17	PEPSICO
ROWE PRICE (T) & ASSOCIATES INC	2	4.57	REXNORD
ROWE PRICE (T) & ASSOCIATES INC	2	4.07	SIGNAL COMPANIES
ROWE PRICE (T) & ASSOCIATES INC	3	2.53	BAKER INTERNATIONAL
ROWE PRICE (T) & ASSOCIATES INC	3	3.42	BUCYRUS-ERIE
ROWE PRICE (T) & ASSOCIATES INC	3	3.16	CITIES SERVICE
ROWE PRICE (T) & ASSOCIATES INC	3	6.57	FLEETWOOD ENTERPRISES
ROWE PRICE (T) & ASSOCIATES INC	3	3.15	GENERAL DYNAMICS
ROWE PRICE (T) & ASSOCIATES INC	3	3.32	NEWMONT MINING
ROWE PRICE (T) & ASSOCIATES INC	3	5.80	PARKER-HANNIFIN
ROWE PRICE (T) & ASSOCIATES INC	3	4.89	PENNZOIL
ROWE PRICE (T) & ASSOCIATES INC	4	2.50	FMC
ROWE PRICE (T) & ASSOCIATES INC	4	2.67	NABISCO
ROWE PRICE (T) & ASSOCIATES INC	4	2.52	TEXAS INSTRUMENTS
ROWE PRICE (T) & ASSOCIATES INC	4	1.86	TRW
ROWE PRICE (T) & ASSOCIATES INC	5	1.64	CATERPILLAR TRACTOR
ROWE PRICE (T) & ASSOCIATES INC	5	1.11	UNION OIL CO OF CALIF
ROWE PRICE (T) & ASSOCIATES INC	5	2.95	WHITE CONSOLIDATED
ROWE PRICE (T) & ASSOCIATES INC	5	1.89	WILLIAMS COS
ROYAL DUTCH/SHELL GROUP (HOLLAND-ENGLAND)	1	69.45	SHELL OIL
RUBINSTEIN, HELENA A FAMILY INTERESTS	1	3.33	COLGATE-PALMOLIVE
RUBOTTOM FAMILY INTERESTS	5	2.15	PUREX INDUSTRIES
RUTTENBERG, DERALD H	4	2.85	MCGRAW-EDISON
RYMER, S BRADFORD FAMILY INTERESTS	1	30.00	MAGIC CHEF
S			
SAFECO CORP	4	1.01	MOHASCO
SAFECO CORP	4	2.48	PENNWALT
SAFECO CORP	5	2.89	CESSNA AIRCRAFT
SANBIL HANDELS ANSTALT (LIECHTENSTEIN)	2	7.21	GENERAL REFRACTORIES
SAROFIM (FAYEZ) & CO	1	6.54	BOISE CASCADE
SAROFIM (FAYEZ) & CO	1	6.92	COOPER INDUSTRIES
SAROFIM (FAYEZ) & CO	1	8.67	PENNZOIL
SAROFIM (FAYEZ) & CO	1	2.26	PEPSICO
SAROFIM (FAYEZ) & CO	1	3.84	PHILIP MORRIS
SAROFIM (FAYEZ) & CO	2	2.98	AMERICAN CYANAMID
SAROFIM (FAYEZ) & CO	2	6.13	BIG THREE INDUSTRIES
SAROFIM (FAYEZ) & CO	2	9.03	INTEL
SAROFIM (FAYEZ) & CO	2	4.91	MCDERMOTT
SAROFIM (FAYEZ) & CO	2	5.59	TELEDYNE
SAROFIM (FAYEZ) & CO	2	3.83	WARNER COMMUNICATIONS
SAROFIM (FAYEZ) & CO	3	3.54	AVON PRODUCTS
SAROFIM (FAYEZ) & CO	3	2.22	INTERNATIONAL PAPER
SAROFIM (FAYEZ) & CO	3	3.06	KERR-MCGEE
SAROFIM (FAYEZ) & CO	3	3.67	KOPPERS
SAROFIM (FAYEZ) & CO	3	3.91	MCDONNELL DOUGLAS
SAROFIM (FAYEZ) & CO	3	4.76	MURPHY OIL
SAROFIM (FAYEZ) & CO	3	2.94	REVLON
SAROFIM (FAYEZ) & CO	3	1.32	STANDARD OIL CO OF CALIF
SAROFIM (FAYEZ) & CO	3	1.60	STANDARD OIL CO (INDIANA)
SAROFIM (FAYEZ) & CO	4	.88	SHELL OIL
SAROFIM (FAYEZ) & CO	4	1.51	TEXASGULF
SAROFIM (FAYEZ) & CO	4	3.28	WESTVACO
SAROFIM (FAYEZ) & CO	5	1.06	ATLANTIC RICHFIELD
SAROFIM (FAYEZ) & CO	5	1.55	COCA-COLA
SAROFIM (FAYEZ) & CO	5	.98	EXXON
SAROFIM (FAYEZ) & CO	5	2.67	INTL MINERALS & CHEMICAL
SAROFIM (FAYEZ) & CO	5	2.51	OGDEN
SAROFIM (FAYEZ) & CO	5	.92	TEXACO
SAROFIM (FAYEZ) & CO	5	1.91	TIME
SAVINGS BANKS TRUST CO	5	3.65	VF
SCHLUMBERGER LTD	5	4.40	FOXBORO
SCHMEIDLER (A R) & CO INC	5	2.10	SOUTHWEST FOREST INDUST
SCHRODERS LTD (ENGLAND)	4	1.64	GENERAL SIGNAL
SCHRODERS LTD (ENGLAND)	4	2.29	HAMMERMILL PAPER
SCHWAB, MARTIN J & FAMILY	4	1.99	UNITED MERCHANTS & MFRS
SCHWARTZ, DAVID FAMILY INTERESTS	1	23.84	JONATHAN LOGAN
SCOFIELD, MILTON N	5	.63	UNITED MERCHANTS & MFRS
SCOPE INDUSTRIES	2	6.68	AVNET
SCUDDER STEVENS & CLARK CO	1	2.03	FREEPORT MINERALS
SCUDDER STEVENS & CLARK CO	3	6.46	KAISER STEEL
SCUDDER STEVENS & CLARK CO	4	2.61	SONOCO PRODUCTS
SCUDDER STEVENS & CLARK CO	5	2.45	AVON PRODUCTS
SEAFIRST CORP	1	15.64	PACCAR
SEAFIRST CORP	5	3.23	I C INDUSTRIES
SEARLE FAMILY INTERESTS	1	37.33	SEARLE (G.D.)
SEARS ROEBUCK & CO	1	41.41	ROPER
SEARS ROEBUCK & CO	1	4.66	WHIRLPOOL
SEARS ROEBUCK & CO	1	22.04	KELLWOOD
SEARS ROEBUCK & CO	2	4.04	FIELDCREST MILLS
SEARS ROEBUCK & CO	2	2.02	QUAKER STATE OIL REFINING
SEARS ROEBUCK & CO	4	1.30	KANE-MILLER
SEARS ROEBUCK & CO	4	2.75	PERKIN-ELMER
SEARS ROEBUCK & CO	5	.50	GENERAL REFRACTORIES
SEARS ROEBUCK & CO	5	.53	WHITE MOTOR
SECURITY NEW YORK STATE CORP	2	4.02	SYBRON
SECURITY NEW YORK STATE CORP	4	1.37	EASTMAN KODAK
SECURITY PACIFIC CORP	1	3.12P	ATLANTIC RICHFIELD
SECURITY PACIFIC CORP	1	6.63P	UNION OIL CO OF CALIF
SECURITY PACIFIC CORP	4	2.02	BAKER INTERNATIONAL
SECURITY PACIFIC CORP	4	2.10	MCA
SELIGMAN (J & W) & CO+	3	2.72	FAIRCHILD INDUSTRIES
SELIGMAN (J & W) & CO+	4	1.67	CONSOLIDATED FOODS
SELIGMAN (J & W) & CO+	4	3.61	LOCKHEED
SELIGMAN (J & W) & CO+	5	2.19	BECKMAN INSTRUMENTS
SELIGMAN (J & W) & CO+	5	2.22	MORTON-NORWICH PRODUCTS
SERETEAN, MARTIN B	5	1.43	RCA
SHAPIRO FAMILY INTERESTS	1	54.86	MARYLAND CUP
SHAWMUT CORP	1	5.75	DIGITAL EQUIPMENT
SHEARSON LOEB RHOADES INC	1	8.62	MATTEL
SHEARSON LOEB RHOADES INC	2	6.01	BRUNSWICK
SHEARSON LOEB RHOADES INC	2	1.88	C P C INTERNATIONAL
SHEARSON LOEB RHOADES INC	2	3.40	SPRINGS MILLS
SHEARSON LOEB RHOADES INC	3	7.21	GENERAL CINEMA
SHEARSON LOEB RHOADES INC	3	3.90	NASHUA
SHEARSON LOEB RHOADES INC	5	1.83	NORTHWEST INDUSTRIES
SHEESLEY, DEVERE L & ASSOCIATES	4	2.86	BROCKWAY GLASS
SHELL OIL CO	3	7.60P	SHELL OIL
SHUFRO ROSE & EHPMAN	5	1.03	NORTH AMERICAN PHILIPS
SHUMWAY, FRANK R	1	7.49	SYBRON
SIMMONS, CLIFFORD FAMILY INTERESTS	1	7.59	HOOVER UNIVERSAL
SINDELAR, JOSEPH C	4	2.79	HARCOURT BRACE JOVANOVICH
SINGLETON, HENRY E	1	6.38	TELEDYNE
SMITH FAMILY INTERESTS	1	9.19	BIG THREE INDUSTRIES
SMITH, H RUSSELL FAMILY INTERESTS	3	8.52	AVERY INTERNATIONAL
SMITH, HAROLD H FAMILY INTERESTS	2	5.02	SMITH INTERNATIONAL
SMITH, LLOYD B FAMILY INTERESTS	1	53.57	SMITH (A.O.)
SMITH, RICHARD FAMILY INTERESTS	1	24.25	GENERAL CINEMA
SMOOT KNOCHE & CO	4	3.63	STOKELY-VAN CAMP

Top Five Stockholder	Rank	%	Profiled Company
SOLVAY, JACQUES FAMILY INTERESTS (BELGIUM)	2	4.00	ALLIED CHEMICAL
SOMMER FAMILY INTERESTS	2	8.70	KEYSTONE CONSOLIDATED
SORENSEN, JAMES L FAMILY INTERESTS	3	2.80	ABBOTT LABORATORIES
SOROS, GEORGE INTERESTS (NETHERLANDS ANITLLE)	5	1.57	REVERE COPPER & BRASS
SOROS, GEORGE INTERESTS (NETHERLANDS ANTILLE)	1	8.35	ACF INDUSTRIES
SOUTHEAST BANKING CORP	4	2.20	AMERICAN STANDARD
SOUTHWEST BANCSHARES INC	3	1.41	ANDERSON CLAYTON
SOVEY, L TERRELL JR	5	.58	LOWENSTEIN (M)
SPRINGS-CLOSE FAMILY INTERESTS	1	58.72	SPRINGS MILLS
ST PAUL COMPANIES INC	3	2.55	WEST POINT-PEPPERELL
STALEY, AUGUSTUS E FAMILY & ASSOCIATES	1	19.62	STALEY (A.E.) MFG
STANDARD OIL CO OF CALIF	1	21.03	AMAX
STANLEY, THOMAS B JR & FAMILY	4	2.14	MEAD
STATE FARM MUTL AUTOMOBILE INSUR CO	1	5.55	LOUISIANA-PACIFIC
STATE FARM MUTL AUTOMOBILE INSUR CO	1	4.64	STAUFFER CHEMICAL
STATE FARM MUTL AUTOMOBILE INSUR CO	2	5.07	CORNING GLASS WORKS
STATE FARM MUTL AUTOMOBILE INSUR CO	2	8.68	DEXTER
STATE FARM MUTL AUTOMOBILE INSUR CO	2	4.53	HERCULES
STATE FARM MUTL AUTOMOBILE INSUR CO	2	3.75	HONEYWELL
STATE FARM MUTL AUTOMOBILE INSUR CO	2	5.25	PENNZOIL
STATE FARM MUTL AUTOMOBILE INSUR CO	2	6.92	TRANE
STATE FARM MUTL AUTOMOBILE INSUR CO	3	4.40	ARCHER-DANIELS-MIDLAND
STATE FARM MUTL AUTOMOBILE INSUR CO	3	4.01	ETHYL
STATE FARM MUTL AUTOMOBILE INSUR CO	3	3.62	OWENS-CORNING FIBERGLAS
STATE FARM MUTL AUTOMOBILE INSUR CO	4	2.89	BOISE CASCADE
STATE FARM MUTL AUTOMOBILE INSUR CO	4	4.69	DONNELLEY (R.R.) & SONS
STATE FARM MUTL AUTOMOBILE INSUR CO	4	3.31	NEWMONT MINING
STATE FARM MUTL AUTOMOBILE INSUR CO	4	2.49	STERLING DRUG
STATE FARM MUTL AUTOMOBILE INSUR CO	5	1.90	GOODRICH (B.F.)
STATE FARM MUTL AUTOMOBILE INSUR CO	5	1.52	UNION CARBIDE
STATE STREET BOSTON CORP	2	6.84P	CABOT
STATE STREET BOSTON CORP	4	2.29P	ALLIED CHEMICAL
STATE STREET RESEARCH & MANAGEMENT CO	1	4.10	BAKER INTERNATIONAL
STATE STREET RESEARCH & MANAGEMENT CO	1	3.74	GENERAL MILLS
STATE STREET RESEARCH & MANAGEMENT CO	1	6.74	JIM WALTER
STATE STREET RESEARCH & MANAGEMENT CO	1	4.28	SMITHKLINE
STATE STREET RESEARCH & MANAGEMENT CO	1	5.20	SQUIBB
STATE STREET RESEARCH & MANAGEMENT CO	1	7.50	SUNDSTRAND
STATE STREET RESEARCH & MANAGEMENT CO	2	2.93	ABBOTT LABORATORIES
STATE STREET RESEARCH & MANAGEMENT CO	2	4.04	BECKMAN INSTRUMENTS
STATE STREET RESEARCH & MANAGEMENT CO	2	5.37	CBS
STATE STREET RESEARCH & MANAGEMENT CO	2	8.38	METROMEDIA
STATE STREET RESEARCH & MANAGEMENT CO	2	5.19	PILLSBURY
STATE STREET RESEARCH & MANAGEMENT CO	3	5.17	BIG THREE INDUSTRIES
STATE STREET RESEARCH & MANAGEMENT CO	3	3.02	BURROUGHS
STATE STREET RESEARCH & MANAGEMENT CO	3	2.57	CHAMPION INTERNATIONAL
STATE STREET RESEARCH & MANAGEMENT CO	3	3.56	DOVER
STATE STREET RESEARCH & MANAGEMENT CO	3	1.64	TEXASGULF
STATE STREET RESEARCH & MANAGEMENT CO	3	3.30	UPJOHN
STATE STREET RESEARCH & MANAGEMENT CO	4	.89	STANDARD OIL CO (OHIO)
STATE STREET RESEARCH & MANAGEMENT CO	5	2.11	MEAD
STATE STREET RESEARCH & MANAGEMENT CO	5	1.44	PEPSICO
STEIN ROE & FARNHAM	2	4.84	LEAR SIEGLER
STEIN ROE & FARNHAM	3	3.92	SMITH INTERNATIONAL
STEIN ROE & FARNHAM	4	2.46	CROWN ZELLERBACH
STEIN ROE & FARNHAM	4	4.71	DATA GENERAL
STEIN ROE & FARNHAM	4	2.68	TOSCO
STEIN ROE & FARNHAM	5	3.08	MURPHY OIL
STEIN ROE & FARNHAM	5	2.32	WHITTAKER
STEIN, JULES C FAMILY & ASSOCIATES	1	29.75	MCA
STEINHARDT BERKOWITZ	4	6.21	UNITED BRANDS
STEWART, JAMES E INTERESTS	1	21.12	BANGOR PUNTA
STODDARD FAMILY INTERESTS	1	29.47	WYMAN-GORDON
STOKELY FAMILY INTERESTS	1	14.04	STOKELY-VAN CAMP
STONE & WEBSTER	5	.93	TENNECO
STONEMAN FAMILY INTERESTS	2	8.81	GENERAL CINEMA
STRALEM & CO INC	3	2.34	BLACK & DECKER MFG
STRALEM & CO INC	4	2.37	CHESEBROUGH-PONDS
STRALEM & CO INC	4	3.44	RICHARDSON-MERRELL
STRALEM & CO INC	4	4.77	VF
STRALEM & CO INC	5	2.12	NORTON SIMON
STRANAHAN FAMILY INTERESTS	1	38.95	CHAMPION SPARK PLUG
STUART FAMILY & ASSOCIATES	2	2.59	QUAKER OATS
STUART, ELBRIDGE H-OLSON, H E FAM INTERESTS	1	45.99	CARNATION
STUART, ROBERT & FAMILY	5	2.24	NATIONAL CAN
SULZBERGER FAMILY INTERESTS	1	37.88	NEW YORK TIMES
SUN CHEMICAL CORP	1	31.18	CHROMALLOY AMERICAN
SUN CO INC	1	32.49	BECTON DICKINSON
SUN CO INC	2	7.50	MCLOUTH STEEL
SUN LIFE ASSURANCE CO OF CANADA	2	.89	AKZONA
SUN LIFE ASSURANCE CO OF CANADA	4	1.20	ZENITH RADIO
SUSHOLTZ, ADOLPH O	5	1.86	QUESTOR
SWIGERT FAMILY INTERESTS	1	27.12	HYSTER
SWINDELLS, WM JR & FAMILY	3	4.65	WILLAMETTE INDUSTRIES
SWISS REINSURANCE CO (SWITZERLAND)	2	6.78	HANDY & HARMAN
SWISS REINSURANCE CO (SWITZERLAND)	3	6.84	ENVIROTECH
SWISS REINSURANCE CO (SWITZERLAND)	4	3.49	SUN CHEMICAL

T

Top Five Stockholder	Rank	%	Profiled Company
TABOR (PURVIS F) ESTATE	4	2.97	ARCHER-DANIELS-MIDLAND
TALLEY (FRANZ G) FAMILY INTERESTS	2	4.65	TALLEY INDUSTRIES
TAMRAZ, ROGER E INTERESTS (LEBANON)	1	17.12	KAISER STEEL
TAYLOR FAMILY & ASSOCIATES	2	4.58	FEDERAL
TELEDYNE INC	1	4.65	BORDEN
TELEDYNE INC	1	31.72	BROCKWAY GLASS
TELEDYNE INC	1	9.20	COLT INDUSTRIES
TELEDYNE INC	1	3.36	DART & KRAFT
TELEDYNE INC	1	7.19	GAF
TELEDYNE INC	1	21.00	KIDDE
TELEDYNE INC	1	28.11	LITTON INDUSTRIES
TELEDYNE INC	1	23.23	REICHHOLD CHEMICALS
TELEDYNE INC	1	6.54	REXNORD
TELEDYNE INC	2	2.54	CHAMPION SPARK PLUG
TELEDYNE INC	2	8.37	CROWN CORK & SEAL
TELEDYNE INC	2	9.30	FEDERAL PAPER BOARD
TELEDYNE INC	2	9.13	INTERNATIONAL HARVESTER
TELEDYNE INC	2	15.79	NATIONAL CAN
TELEDYNE INC	2	3.81	NORRIS INDUSTRIES
TELEDYNE INC	3	2.97	GOULD
TELEDYNE INC	3	3.47	HEINZ (H J)
TELEDYNE INC	4	3.05	CARNATION
TELEDYNE INC	5	3.79	KIMBERLY-CLARK
TEMPLE FAMILY INTERESTS	1	10.06	TIME
TEMPLETON (JOHN M) FAMILY INTERESTS	2	4.47	WHITE CONSOLIDATED
TEMPLETON (JOHN M) FAMILY INTERESTS	3	3.87	SUN CHEMICAL
TEMPLETON (JOHN M) FAMILY INTERESTS	4	.73	TELEDYNE
TEMPLETON (JOHN M) FAMILY INTERESTS	5	1.23	INTERNATIONAL HARVESTER
TENNESSEE NATIONAL BANCSHARES INC	5	.92	ASHLAND OIL
TESORO PETROLEUM CORP	1	36.69	COMMONWEALTH OIL REFINING
TEXAS COMMERCE BANCSHARES INC	4	3.07P	PENNZOIL
TEXAS PERMANENT SCHOOL FUND	5	2.78	CLARK EQUIPMENT
TEXAS TEACHERS RETIR SYSTEM	2	4.99	SUNBEAM
TEXAS TEACHERS RETIR SYSTEM	4	2.18	EATON
TEXAS TEACHERS RETIR SYSTEM	5	1.65	CONTINENTAL GROUP
TEXAS TEACHERS RETIR SYSTEM	5	1.37	KELLOGG
TEXTRON INC	1	4.53	ALLIED CHEMICAL
THOMASON, DAN R FAMILY INTERESTS	4	1.40	US INDUSTRIES
THOMPSON, B RAY FAMILY & AFFILIATES	2	7.53	SUN
THORNDIKE DORAN PAINE & LEWIS	1	6.16	INTERCO
THORNDIKE DORAN PAINE & LEWIS	2	6.52	ANCHOR HOCKING
THORNDIKE DORAN PAINE & LEWIS	2	1.98	DART & KRAFT
THORNDIKE DORAN PAINE & LEWIS	2	.22	PORTER (H.K.)
THORNDIKE DORAN PAINE & LEWIS	2	5.02	SCOTT & FETZER
THORNDIKE DORAN PAINE & LEWIS	3	2.89	BROCKWAY GLASS
THORNDIKE DORAN PAINE & LEWIS	3	3.73	BROWN GROUP
THORNDIKE DORAN PAINE & LEWIS	3	2.46	MEAD
THORNDIKE DORAN PAINE & LEWIS	3	2.67	PENNWALT
THORNDIKE DORAN PAINE & LEWIS	4	5.14	AVERY INTERNATIONAL
THORNDIKE DORAN PAINE & LEWIS	4	3.57	GENERAL CINEMA
THORNDIKE DORAN PAINE & LEWIS	4	3.09	LIBBEY-OWENS-FORD
THORNDIKE DORAN PAINE & LEWIS	4	5.38	REYNOLDS METALS
THORNDIKE DORAN PAINE & LEWIS	4	3.61	WHIRLPOOL
THORNDIKE DORAN PAINE & LEWIS	5	2.56	ACF INDUSTRIES
THORNDIKE DORAN PAINE & LEWIS	5	1.86	ETHYL
THORNDIKE DORAN PAINE & LEWIS	5	2.12	GENERAL FOODS
THORNDIKE DORAN PAINE & LEWIS	5	3.26	NASHUA
THORNDIKE DORAN PAINE & LEWIS	5	1.94	SQUIBB
THORNTON, CHARLES & FAMILY	2	3.47	LITTON INDUSTRIES
THREADGILL FAMILY INTERESTS	4	1.99	CECO
TIAA-CREF	1	3.76	AMSTED INDUSTRIES
TIAA-CREF	1	4.92	INTERNATIONAL PAPER
TIAA-CREF	1	4.42	RCA
TIAA-CREF	1	4.83	ST. REGIS PAPER

Top Five Stockholder	Rank	%	Profiled Company
TIAA-CREF	1	4.55	SINGER
TIAA-CREF	1	4.97	UNION CAMP
TIAA-CREF	2	5.08	ARMSTRONG WORLD INDUST
TIAA-CREF	2	4.65	CESSNA AIRCRAFT
TIAA-CREF	2	2.77	CONTINENTAL GROUP
TIAA-CREF	2	2.98	EATON
TIAA-CREF	2	3.28	GOULD
TIAA-CREF	2	2.40	MARTIN MARIETTA
TIAA-CREF	2	.97	TEXACO
TIAA-CREF	2	4.28	WHIRLPOOL
TIAA-CREF	3	2.11	CATERPILLAR TRACTOR
TIAA-CREF	3	3.74	CLARK EQUIPMENT
TIAA-CREF	3	3.71	CROWN ZELLERBACH
TIAA-CREF	3	4.79	CUMMINS ENGINE
TIAA-CREF	3	4.93	DATA GENERAL
TIAA-CREF	3	1.51	DOW JONES
TIAA-CREF	3	1.26	GENERAL ELECTRIC
TIAA-CREF	3	1.46	GENERAL MOTORS
TIAA-CREF	3	2.26	GOODYEAR TIRE & RUBBER
TIAA-CREF	3	4.84	MCGRAW-EDISON
TIAA-CREF	3	4.88	PUREX INDUSTRIES
TIAA-CREF	3	1.16	ROCKWELL INTERNATIONAL
TIAA-CREF	3	1.38	WARNER-LAMBERT
TIAA-CREF	4	1.51	AMERICAN HOME PRODUCTS
TIAA-CREF	4	1.68	DART & KRAFT
TIAA-CREF	4	1.47	GULF OIL
TIAA-CREF	4	2.59	HERCULES
TIAA-CREF	4	2.08	INTL TELEPHONE & TELE
TIAA-CREF	4	4.55	KAISER ALUMINUM & CHEM
TIAA-CREF	4	4.05	METROMEDIA
TIAA-CREF	4	2.33	MONSANTO
TIAA-CREF	4	2.28	NCR
TIAA-CREF	4	2.15	PPG INDUSTRIES
TIAA-CREF	4	5.24	SIGNODE
TIAA-CREF	4	1.62	STANADYNE
TIAA-CREF	4	3.03	WHITE CONSOLIDATED
TIAA-CREF	5	1.50	CONSOLIDATED FOODS
TIAA-CREF	5	2.57	FIRESTONE TIRE & RUBBER
TIAA-CREF	5	1.11	FORD MOTOR
TIAA-CREF	5	2.29	GANNETT
TIAA-CREF	5	.97	INTL BUSINESS MACHINES
TIAA-CREF	5	2.37	MCGRAW-HILL
TIAA-CREF	5	4.53	REYNOLDS METALS
TIAA-CREF	5	1.88	SCHERING-PLOUGH
TIAA-CREF	5	2.47	TEKTRONIX
TIAA-CREF	5	2.44	TIMES MIRROR
TICOR	2	11.34	GETTY OIL
TIMKEN FAMILY INTERESTS	1	24.32	TIMKEN
TIMKEN FAMILY INTERESTS	3	3.19	LOUISIANA LAND & EXPLOR
TIPPIT, C C & FAMILY	4	5.63	DEXTER
TIPTON, J D-RICKEL, C J-NIELSON, W INTERESTS	4	1.12	ASHLAND OIL
TISCH FAMILY GROUP	1	24.25	WHEELING-PITTSBURGH STEEL
TISCH FAMILY GROUP	2	4.89	AMERICAN BROADCASTING COS
TORRAY, CLARK & CO INC	1	14.07	PABST BREWING
TORRAY, CLARK & CO INC	2	15.10	FLEETWOOD ENTERPRISES
TORRAY, CLARK & CO INC	3	2.02	CHICAGO PNEUMATIC TOOL
TORRAY, CLARK & CO INC	4	.70	AKZONA
TORRAY, CLARK & CO INC	5	2.58	REPUBLIC STEEL
TRANE FAMILY INTERESTS	1	12.70	TRANE
TRANSAMERICA CORP	1	4.29	VARIAN ASSOCIATES
TRANSAMERICA CORP	3	2.42	AMERICAN HOIST & DERRICK
TRANSAMERICA CORP	3	2.87	CARPENTER TECHNOLOGY
TRANSAMERICA CORP	5	4.62	SIGNODE
TRAVELERS CORP	1	1.63	ZENITH RADIO
TRAVELERS CORP	3	3.04	MAGIC CHEF
TRAVELERS CORP	5	.80	ROCKWELL INTERNATIONAL
TRAVELERS CORP	5	.57	TELEDYNE
TREES, GEORGE S & FAMILY	2	5.65	CBI INDUSTRIES
TRUST CO OF GEORGIA	2	4.10P	COCA-COLA
TRUST CO OF THE WEST	1	7.58	LOCKHEED
TRUST CO OF THE WEST	2	7.11	GRUMMAN
TRUST CO OF THE WEST	2	4.26	NORTHROP
TUCKER, RUTH H INTERESTS	1	7.76	NORTON
TURCI, GEORGE P	4	4.08	AMERICAN BAKERIES

U

Top Five Stockholder	Rank	%	Profiled Company
U S TRUST CORP	1	6.09	PERKIN-ELMER
U S TRUST CORP	3	2.25	CONAGRA
U S TRUST CORP	3	5.82	ECONOMICS LABORATORY
U S TRUST CORP	3	1.59	FREEPORT MINERALS
U S TRUST CORP	3	2.98P	MONSANTO
U S TRUST CORP	4	3.23	I C INDUSTRIES
U S TRUST CORP	5	1.29	UNIVERSAL LEAF TOBACCO
UIHLEIN FAMILY INTERESTS	1	70.00	SCHLITZ (JOS.) BREWING
UNION BANK & TRUST CO (MICHIGAN)	3	6.97P	GERBER PRODUCTS
UNION NATIONAL BK OF PITTSBURGH	3	.97	TEXACO
UNION NATIONAL BK OF PITTSBURGH	5	2.89	ARMSTRONG WORLD INDUST
UNION NATIONAL BK OF PITTSBURGH	5	1.86	REICHHOLD CHEMICALS
UNION TRUST BANCORP	2	2.99P	CROWN CENTRAL PETROLEUM
UNITED BANKS OF COLORADO INC	4	1.38	FRUEHAUF
UNITED MISSOURI BANCSHARES INC	2	4.20	FEDERAL-MOGUL
UNITED STATES STEEL CORP	1	4.76	BELL & HOWELL
UNITED STATES STEEL CORP	1	16.71	UNITED STATES STEEL
UNITED STATES STEEL CORP	4	3.40	CAMPBELL TAGGART
UNITED STATES STEEL CORP	4	1.84	EAGLE-PICHER INDUSTRIES
UNITED STATES STEEL CORP	4	4.48	TRANE
UNITED STATES STEEL CORP	5	1.33	EMHART
UNITED STATES STEEL CORP	5	2.68	FEDERAL-MOGUL
UNITED STATES STEEL CORP	5	2.58	MIDLAND-ROSS
UNITED STATES STEEL CORP	5	2.81	WILLAMETTE INDUSTRIES
UNITEX LTD (HONG KONG)	1	8.24	DAN RIVER
UPJOHN FAMILY INTERESTS	1	25.00	UPJOHN
UTAH STATE RETIREMENT FUND	5	2.27	STOKELY-VAN CAMP

V

Top Five Stockholder	Rank	%	Profiled Company
VALLEY NATIONAL BANK OF ARIZONA	4	2.97	DEAN FOODS
VAUGHAN NELSON & HARGROVE INC	3	3.39	SCOVILL
VICKERS, JACK A & FAMILY ASSOCIATES	5	4.81	ESMARK
VILAS FISCHER ASSOCIATES LTD	1	4.09	INSILCO
VILAS FISCHER ASSOCIATES LTD	5	.90	NORTHWESTERN STEEL & WIRE
VLASIC, ROBERT J	5	1.51	CAMPBELL SOUP
VOLLUM, HOWARD FAMILY & ASSOC	1	20.43	TEKTRONIX
VON GALEN, FERDINAND GRAF INTERESTS	2	13.51	BANGOR PUNTA

W-Z

Top Five Stockholder	Rank	%	Profiled Company
WACHOVIA CORP	1	18.89P	BLUE BELL
WACHOVIA CORP	1	13.99P	BURLINGTON INDUSTRIES
WACHOVIA CORP	1	3.63	NUCOR
WACHOVIA CORP	1	8.67P	OWENS-ILLINOIS
WACHOVIA CORP	1	5.63	REYNOLDS (R.J.) INDUST
WACHOVIA CORP	4	.86	CANNON MILLS
WACHOVIA CORP	4	1.96	UNIVERSAL LEAF TOBACCO
WALLACE, DAVID W	5	2.84	BANGOR PUNTA
WALLACE, DWANE L & FAMILY	1	5.05	CESSNA AIRCRAFT
WALTER, JAMES W & FAMILY ASSOCIATES	4	3.35	JIM WALTER
WARNER COMMUNICATIONS INC	1	8.68	HARCOURT BRACE JOVANOVICH
WARNER FAMILY INTERESTS	2	3.18	WARNACO
WARREN, ROBERT L JR & ASSOCIATES	2	4.27	BROCKWAY GLASS
WASHINGTON DEPT OF RETIREMENT SYSTEMS	4	3.44	FLEETWOOD ENTERPRISES
WEINTRAUB, SY	4	4.94	COLUMBIA PICTURES
WEISS PECK & GREER	5	1.89	NEW YORK TIMES
WELLINGTON MANAGEMENT CO	3	5.38	REYNOLDS METALS
WELLS FARGO & CO	1	4.80	PHELPS DODGE
WELLS FARGO & CO	2	6.24	MCGRAW-EDISON
WELLS FARGO & CO	2	3.09	SEARLE (G.D.)
WELLS FARGO & CO	3	4.57	AMERICAN BROADCASTING COS
WELLS FARGO & CO	3	4.47	HEWLETT-PACKARD
WELLS FARGO & CO	3	2.09	ROPER
WELLS FARGO & CO	4	.20	AMERICAN MOTORS
WELLS FARGO & CO	4	5.19	KAISER STEEL
WELLS FARGO & CO	5	.63	AMERICAN BRANDS
WELLS FARGO & CO	5	.86	AMERICAN CAN
WELLS FARGO & CO	5	1.67	FLEETWOOD ENTERPRISES
WELLS FARGO & CO	5	1.35	FRUEHAUF
WELLS FARGO & CO	5	2.13	JOHNS-MANVILLE

Top Five Stockholder	Rank	%	Profiled Company
WELLS FARGO & CO	5	.82	STANDARD OIL CO OF CALIF
WELLS FARGO & CO	5	.34	WHEELING-PITTSBURGH STEEL
WELLS, FREDERICK B	5	4.83	PEAVEY
WELLS, HARRY K	3	4.23	MCCORMICK
WERTHEIM & CO INC	5	2.35	SUNDSTRAND
WESTERN BANCORPORATION	1	10.98	WILLAMETTE INDUSTRIES
WESTERN BANCORPORATION	1	26.20P	ROCKWELL INTERNATIONAL
WESTERN BANCORPORATION	2	1.68	CONSOLIDATED PAPERS
WESTERN BANCORPORATION	3	3.23	I C INDUSTRIES
WESTERN BANCORPORATION	4	1.42	AMSTAR
WESTERN BANCORPORATION	4	2.02	CLUETT PEABODY
WESTERN BANCORPORATION	4	1.68	KELLWOOD
WESTERN BANCORPORATION	4	1.51	SINGER
WESTERN BANCORPORATION	5	1.98	LOUISIANA-PACIFIC
WEYERHAEUSER FAMILY GROUP	1	9.84	WEYERHAEUSER
WEYERHAEUSER, FREDERICK T & FAMILY	2	4.70	POTLATCH
WEYERHAEUSER, FREDRICK T	2	3.52	ARCATA
WHIRLPOOL CORP	5	3.28P	WHIRLPOOL
WHITEHEAD, EDWIN C & FAMILY	1	4.48	REVLON
WHITNEY (J H) & CO	3	2.70	STORAGE TECHNOLOGY
WILKINS & NANOVIC ASSOCIATES	5	1.16	GAF
WILKINS & NANOVIC ASSOCIATES	5	1.54	INTERNATIONAL MULTIFOODS
WILLIAMS FAMILY INTERESTS	1	5.53	WILLIAMS COS
WILSON, ROBERT C	5	2.29	MEMOREX
WINSTON, MORTON M	5	1.55	TOSCO
WINTERS NATIONAL CORP	1	28.67P	DAYCO
WISCONSIN INVESTMENT BOARD	2	2.90	BRIGGS & STRATTON
WISCONSIN INVESTMENT BOARD	2	4.48	DOVER
WISCONSIN INVESTMENT BOARD	3	1.66	AMERICAN CYANAMID
WISCONSIN INVESTMENT BOARD	3	4.34	HARNISCHFEGER
WISCONSIN INVESTMENT BOARD	3	4.45	LIBBEY-OWENS-FORD
WISCONSIN INVESTMENT BOARD	3	3.31	NABISCO
WISCONSIN INVESTMENT BOARD	3	1.77	PEPSICO
WISCONSIN INVESTMENT BOARD	4	1.92	ANHEUSER-BUSCH COS
WISCONSIN INVESTMENT BOARD	4	3.71	FERRO
WISCONSIN INVESTMENT BOARD	4	1.20	GRACE (W R)
WISCONSIN INVESTMENT BOARD	5	2.23	HARRIS
WISCONSIN INVESTMENT BOARD	5	3.51	INTERCO
WISCONSIN INVESTMENT BOARD	5	1.43	INTERNATIONAL PAPER
WISCONSIN INVESTMENT BOARD	5	1.42	LEVI STRAUSS
WISCONSIN INVESTMENT BOARD	5	1.97	QUAKER OATS
WISCONSIN INVESTMENT BOARD	5	4.44	TRANE
WISHNICK FAMILY INTERESTS	1	13.31	WITCO CHEMICAL
WOODRUFF FAMILY INTERESTS	1	18.80	COCA-COLA
WORCESTER BANCORP INC	3	4.77P	NORTON
WORCESTER BANCORP INC	3	11.66	WYMAN-GORDON
WRIGHT, WILLIAM	5	.78	TALLEY INDUSTRIES
WRIGLEY FAMILY INTERESTS	1	35.03	WRIGHLEY (WM) JR
WYGAL, LAUREN L	5	3.80	EVANS PRODUCTS
YAEGER, LOUIS	1	31.28	DORSEY
YOUNG MENS CHRISTIAN ASSOC RETIR FUND	5	.76	HERSHEY FOODS
YOUNG, WILLIAM T	5	2.35	ROYAL CROWN COMPANIES
ZABAN FAMILY & AFFILIATES	1	9.38	NATIONAL SERVICE INDUST
ZILKHA FAMILY INTERESTS	3	6.05	HANDY & HARMAN
ZINK, JOHN S & FAMILY	1	6.85	SUNBEAM

ERRATA

In the Standard Oil Co (Ohio) Profile, please note the following corrections:

1. British Petroleum Co Ltd (England)
   Shares: 130,160,000 55.00%

Totals 167,985,880 70.98%

Top 5 Control 60.90% of Stock
Top 10 Control 64.20% of Stock
Top 15 Control 66.40% of Stock
Top 20 Control 68.09% of Stock